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Counsel to the Debtors and  
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IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE EASTERN DISTRICT OF VIRGINIA  
 RICHMOND DIVISION

- - - - - x  
 In re: : Chapter 11  
 :  
 CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
 et al., :  
 :  
 Debtors. : Jointly Administered  
 - - - - - x

**SIXTH INTERIM APPLICATION FOR COMPENSATION AND  
 REIMBURSEMENT OF EXPENSES OF MCGUIREWOODS LLP,  
 CO-COUNSEL TO THE DEBTORS, FOR SERVICES  
RENDERED FROM FEBRUARY 1, 2010 THROUGH APRIL 30, 2010**

McGuireWoods LLP ("MW"), in its capacity as co-counsel  
 to the debtors and debtors in possession in the above-  
 captioned jointly administered cases (collectively, the

"Debtors"),<sup>1</sup> submits the following as its Sixth Interim Application for Compensation and Reimbursement of Expenses for Services Rendered from February 1, 2010 through April 30, 2010 (the "Application") pursuant to 11 U.S.C. §§ 330, 331 and 503(b) and Federal Rule of Bankruptcy Procedure 2016. MW certifies that the Debtors have received a copy of this Application, but have not completed their review. In addition, MW certifies that a copy of this Application has been served on the Office of the United States Trustee and counsel for the Official Committee of Unsecured Creditors. For its Application, MW seeks the entry of an order, substantially in the form attached hereto as Exhibit A, granting interim approval of compensation in the amount of \$886,018.50 and reimbursement of expenses in the amount of \$16,496.35 for services rendered by MW from February 1, 2010 through April 30, 2010 (the "Application Period"). In

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), PRAHS, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address was 9950 Mayland Drive, Richmond, Virginia 23233 and currently is 4951 Lake Brook Drive, Glen Allen, Virginia 23060.

support of the Application, MW respectfully represents as follows:

#### **JURISDICTION**

1. This Court has jurisdiction to consider this Application under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330, 331 and 503(b) of title 11 of the United States Code (the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure (the "Bankruptcy Rules") 2016.

#### **BACKGROUND**

3. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code.

4. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

5. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the

"Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

6. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors' remaining 567 stores pursuant to an agency agreement (the "Agency Agreement") between the Debtors and a joint venture, as agent. On January 17, 2009, the agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors' remaining stores. As of March 8, 2009, the going out of business sales at the Debtors' remaining stores had been completed.

7. The Disclosure Statement with Respect to Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured Claims (as amended and modified, the "Disclosure Statement") was filed on August 24, 2009 (Docket No. 4614), and was approved by the Court by an order entered on September 24, 2009 (Docket No. 5090). The hearing on confirmation of the Joint Plan of Liquidation of Circuit City Stores, Inc. and Its Affiliated Debtors and Debtors in Possession and Its Official Committee of Creditors Holding General Unsecured

Claims (as amended and modified, the "Plan") has been adjourned.

**MCGUIREWOODS LLP'S EMPLOYMENT**

8. On November 18, 2008, MW filed an Application to Employ and Retain McGuireWoods LLP as Counsel for the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 329 (Docket No. 191) (the "Employment Application").

9. On December 8, 2008, the Court entered an order authorizing the employment of MW as counsel to the Debtors (Docket No. 791) (the "Employment Order").

10. By this Application, MW is seeking, inter alia, interim approval of its compensation and reimbursement of expenses pursuant to the Employment Order and pursuant to sections 330, 331 and 503(b) of the Bankruptcy Code for the period of February 1, 2010 through April 30, 2010.

11. MW charges legal fees on an hourly basis at its attorneys' and paraprofessionals' hourly rates, which rates are set in accordance with the attorney's or paraprofessional's seniority and experience and are adjusted from time to time. MW also charges the Debtors for its actual out-of-pocket expenses incurred including, but not limited to, photocopying, long distance telephone calls, messenger services, computer research, travel expenses,

overnight mail and court fees. MW's fee structure and expense reimbursement policies were disclosed in MW's Employment Application, to which no party objected and this Court approved. See Docket Nos. 191, 791.

12. The names of all MW attorneys and paraprofessionals who have worked on this matter and their respective hourly rates are set forth on Exhibit B hereto.

13. MW currently holds a retainer from the Debtors in the amount of \$348,568.07.

14. To the best of MW's knowledge, and upon information and belief, the Debtors have paid or will pay undisputed postpetition operating expenses in the ordinary course.

15. To the best of MW's knowledge, and upon information and belief, the Debtors have sufficient funds on hand to pay the compensation and reimbursement of expenses requested herein.

16. To the best of MW's knowledge, and upon information and belief, the Debtors have filed with the United States Trustee all monthly operating reports presently due, and have paid all quarterly fees to the United States Trustee that are presently due.

**FEE PROCEDURES AND MONTHLY FEE STATEMENTS**

17. On December 9, 2008, this Court entered an Order under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation (Docket No. 830) (the "Interim Compensation Order"), which approved the interim compensation procedures attached thereto (the "Interim Compensation Procedures"). Pursuant to paragraph (d) of the Interim Compensation Procedures, interim applications for compensation and reimbursement of expenses must be filed on or before June 14, 2010. Moreover, in accordance with paragraphs (a) and (d) of the Interim Compensation Procedures, MW will serve a copy of this Application upon the Notice Parties (as defined therein). Moreover, notice of the Application will be served on the parties as required by the Case Management Order (Docket No. 130).

18. Pursuant to the Interim Compensation Procedures, approximately on or after the tenth (10th) day of each month following the month for which compensation was sought, MW submitted a monthly statement to the Notice Parties (as defined in the Interim Compensation Procedures). The parties had twenty (20) days to review any such statement. If there were no objections, at the expiration of the twenty (20) day period, the Debtors were ordered to promptly pay

eighty-five percent (85%) of the fees and one hundred percent (100%) of the expenses identified in each monthly statement. MW submitted monthly statements for each month during the Application Period and no objections were received. Accordingly, MW has been paid eighty-five percent (85%) of its total requested fees and one hundred percent (100%) of its expenses during the Application Period. A chart summarizing these payments and the monthly statements is attached hereto as Exhibit C.

**REQUESTED FEES AND REIMBURSEMENT OF EXPENSES**

19. MW has played an important role in advising the Debtors and handling the day to day administration of the Debtors' chapter 11 cases. As a result of its efforts during the Application Period, MW now seeks interim allowance of \$886,018.50 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the cases, and \$16,496.35 in expenses actually and necessarily incurred by MW while providing services to the Debtors during the Application Period.

20. In staffing this case, in budgeting and incurring charges and disbursements, and in preparing and submitting this Application, MW has been mindful of the need to be



efficient while providing full and vigorous representation to the Debtors. MW also has been especially cognizant of the standards established by this Court for compensation of professionals and reimbursement of charges and disbursements. As described in detail herein, MW believes that the requests made in this Application comply with this Court's standards in the context of the unique circumstances surrounding these large and complex chapter 11 cases.

**SUMMARY OF SERVICES PROVIDED DURING THE APPLICATION PERIOD**

**A. General Case Administration.**

21. Description. MW assisted with, inter alia, the review, analysis and preparation of correspondence, documents, pleadings and notices; handled the day to day administration of the Debtors' chapter 11 cases; prepared and maintained a case calendar, hearing planners and omnibus hearing agendas used by the Debtors and their professionals in these chapter 11 cases; prepared for and participated in all court hearings in these chapter 11 cases; regularly participated in meetings and telephone conferences with officers and employees of the Debtors and the Debtors' financial and other advisors regarding the foregoing as well as other operational, organizational and strategic issues arising in the cases; regularly participated in meetings and

telephone conferences with professionals for the Committee, creditors and other parties in interest regarding the foregoing and various other issues arising in these cases; assisted the Debtors with the service of relevant documents on appropriate parties, and the organization of information and document requests from various parties; handled all electronic case filing and related issues; regularly communicated with the Clerk's office, Chambers and the U.S. Trustee's office regarding various case administration issues; handled the internal coordination of motions, responses, objections and other related matters; coordinated the establishment and maintenance of a MW's telephone hotline to assist in responding to the numerous inquiries from creditors and other parties in interest that these cases have generated; and responded to garnishment requests.

22. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in the administration and prosecution of these complex chapter 11 cases.

23. Status. These and other general case administration matters will continue until the chapter 11 cases are closed.

24. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 251.5 hours during the Application Period for a total of \$88,338.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**B. Restructuring and General Strategy.**

25. Description. MW assisted with, inter alia, the preparation of materials in connection with board meetings; participated in board meetings regarding confirmation and post-confirmation matters; and participated in telephone conferences and meetings with the Debtors and the Creditors' Committee regarding confirmation and post-confirmation matters, including the retention of a chief restructuring officer.

26. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in the administration and prosecution of these complex chapter 11 cases.

27. Status. These matters will continue as the need arises.

28. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals

expended 10.3 hours during the Application Period for a total of \$5,854.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**C. Monthly Operating Reports.**

29. Description. MW assisted the Debtors and their professionals with, inter alia, the preparation of and filing of the Debtors' Monthly Operating Reports.

30. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with compliance with the Bankruptcy Code, local bankruptcy rules and the United States Trustee's guidelines.

31. Status. These matters will continue as the need arises.

32. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 1.0 hour during the Application Period for a total of \$415.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**D. Professional Retention/Fee Applications.**

33. Description. Pursuant to the requirements of the Interim Compensation Order, MW has prepared detailed monthly

fee statements for distribution to the Notice Parties and handled inquires from all of the professionals regarding monthly fee statements. Moreover, MW assisted with, inter alia, various issues pertaining to the retention and payment of various professionals employed by the Debtors and the Committee in connection with the Debtors' bankruptcy cases, including bankruptcy counsel, special counsel, accountants, financial advisors and ordinary course professionals; reviewed, analyzed, drafted and filed interim fee applications and notices on behalf of all of the Debtors' professionals; drafted and filed a supplemental declaration in support of MW's employment; coordinated the employment of professionals and filed pleadings on behalf of the Debtors' professionals, including ordinary course professionals, according to the procedures established by this Court; and communicated with the Office of the United States Trustee regarding the foregoing.

34. Necessity and Benefit to the Estates. These services were necessary to comply with the Bankruptcy Code, the Interim Compensation Order and the United States Trustee's guidelines. Additionally, access to qualified professionals is critical to the Debtors' chapter 11 cases.

35. Status. These matters will continue as the need arises.

36. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 30.5 hours during the Application Period for a total of \$14,557.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**E. Automatic Stay.**

37. Description. MW assisted with, inter alia, the review, analysis and preparation of correspondence, documents, pleadings and notices relating to motions for relief from the automatic stay; drafted correspondence and participated in meetings and telephone conferences regarding violations of the automatic stay and responses to subpoenas; and conducted research regarding various issues related to automatic stay matters.

38. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in enforcing the automatic stay, reducing the administrative burden on the Debtors' management and reducing expenses incurred by the Debtors' bankruptcy estates by resolving potential automatic stay related matters.

39. Status. These and other automatic stay related matters will continue until a chapter 11 plan is confirmed.

40. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 9.1 hours during the Application Period for a total of \$4,109.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**F. Employment and Compensation.**

41. Description. MW assisted with, inter alia, researching, drafting and filing pleadings in connection with the liquidation retention program, and the retention and compensation of consultants and chief restructuring officer; and drafted an employee handbook for remaining employees.

42. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with issues pertaining to various employee related matters.

43. Status. These and other employee related matters will continue as the need arises.

44. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 27.4 hours during the Application Period for a

total of \$12,630.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**G. Executory Contracts.**

45. Description. MW assisted with, inter alia, the review and analysis of various executory contracts; researched, drafted, analyzed and filed pleadings regarding the rejection of certain executory contracts and Ryan's motion to reconsider; negotiated matters related to the rejection or modification of certain executory contracts; and regularly participated in meetings and telephone conferences with the Debtors, their professionals and opposing counsel regarding the foregoing.

46. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and implementing a strategy regarding various executory contracts.

47. Status. These matters will continue as the need arises.

48. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 29.3 hours during the Application Period for a total of \$13,310.00. The complete narrative, time detail of



the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**H. Litigation.**

49. Description. MW historically represented the Debtors in various litigation matters. MW also assisted with, inter alia, the strategy and negotiations regarding responding to third party subpoenas; researched, drafted and filed complaints and other pleadings in multiple adversary proceedings and district court appeals; drafted and responded to discovery in connection with the foregoing; corresponded with litigation parties regarding the foregoing, demand letters, settlements and related matters; and analyzed strategies and participated in meetings regarding adversary proceedings, district court appeals and flat panel class action litigation.

50. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various litigation matters.

51. Status. These matters will continue as the need arises.

52. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 247.9 hours during the Application Period for a

total of \$99,394.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**I. Vendor Matters.**

53. Description. MW assisted with, inter alia, the review, analysis and responses to correspondence received from various vendors and their counsel regarding demand letters and collection of accounts receivable; researched, analyzed and drafted pleadings regarding vendors; and participated in meetings and telephone conferences with the Debtors, the Debtors' professionals and counsel for various vendors regarding the foregoing.

54. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and implementing a strategy for recovering money from vendors and resolving various vendor related issues.

55. Status. These matters will continue as the need arises.

56. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 9.0 hours during the Application Period for a total of \$5,400.00. The complete narrative, time detail of the

hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**J. Real Estate.**

57. Description. MW historically represented the Debtors on various real estate matters and continues to handle matters related thereto. MW also assisted with, inter alia, the review, analysis and drafting of correspondence, documents and pleadings regarding disposition of real property leases and the sale of property; drafted and filed multiple pleadings and notices regarding the sale of real property; and participated in meetings and telephone conferences with the Debtors and their professionals, landlords and their counsel, and other parties in interest regarding the foregoing.

58. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in various real estate and related matters.

59. Status. These matters will continue as the need arises.

60. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 102.1 hours during the Application Period for a total of \$34,499.00. The complete narrative, time detail of

the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**K. Reclamation Matters.**

61. Description. MW analyzed correspondence from a reclamation claimant regarding settlement negotiations.

62. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with the reconciliation and objection to various reclamation claims.

63. Status. These matters are ongoing due to a pending appeal regarding reclamation claims.

64. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 0.3 hours during the Application Period for a total of \$180.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**L. Utilities Matters.**

65. Description. MW responded to an inquiry regarding payment from the blocked account for utilities.

66. Necessity and Benefit to the Estates. These services assisted the Debtors with resolving utility demands.

67. Status. These matters are substantially concluded, however, they will continue as the need arises.

68. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 0.2 hours during the Application Period for a total of \$99.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**M. Tax Matters.**

69. Description. MW historically represented the Debtors in connection with various tax matters, including an IRS audit, tax audit appeals and related tax matters, which are ongoing. MW also assisted with, inter alia, the review, analysis and preparation of correspondence, documents and pleadings regarding various tax matters and tax claims; participated in the analysis and researched issues regarding the Debtors' strategies regarding overall tax procedures and protocols for tax issues that impact the Debtors' estates; analyzed tax claims and objections thereto; and participated in meetings and telephone conferences with the Debtors and various taxing authorities regarding the foregoing.

70. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in connection with resolving tax related issues.

71. Status. These matters will continue as the need arises.

72. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 210.0 hours during the Application Period for a total of \$110,991.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**N. Claims Administration.**

73. Description. MW assisted with, inter alia, the review and analysis of and responses to numerous claimants' communications; researched, analyzed, drafted and filed multiple omnibus objections to claims and reviewed and analyzed claims regarding the foregoing; analyzed responses to omnibus claim objections, negotiated resolutions to omnibus claim objections, responded to and drafted discovery, and drafted and filed and pleadings in connection therewith; drafted and maintained a summary of the status of all adjourned claims; participated in hearings regarding claim-related matters; and participated in multiple

telephone conferences and meetings with Debtors and their professionals regarding the foregoing.

74. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and implementing a claims resolution strategy and responding to claimants regarding claims related issues.

75. Status. These matters will continue as the need arises.

76. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 1192.4 hours during the Application Period for a total of \$486,075.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**O. Disclosure Statement and Plan.**

77. Description. MW assisted with the, inter alia, the drafting and filing of notices of continued hearing on confirmation of the plan; drafted, analyzed and filed pleadings and communicated with counsel regarding a Canadian protocol; and participated in communications with the Debtors, counsel for the Creditors' Committee and other professionals and creditors regarding the foregoing.

78. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing a plan of liquidation and disclosure statement.

79. Status. These matters will continue as the need arises.

80. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 6.5 hours during the Application Period for a total of \$3,039.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**P. Employee Benefits/Pensions.**

81. Description. MW historically represented the Debtors in connection with various employee benefit and pension matters. MW also assisted with, inter alia, the review and analysis of various qualified domestic relations orders; and analyzed and filed pleadings regarding the termination of the Debtors' supplemental 401(k) plan and turnover of those funds.

82. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various employee benefit and pension matters.



83. Status. These matters will continue as the need arises.

84. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 10.7 hours during the Application Period for a total of \$3,866.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**Q. Intellectual Property Matters.**

85. Description. MW has historically represented the Debtors in connection with various trademark and intellectual property matters. In addition, MW assisted the Debtors and their professionals with the review and transfer of various intellectual property matters and files to Systemax; and analyzed issues and corresponded with the Debtors regarding the renewal or abandonment of various trademarks.

86. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various intellectual property matters.

87. Status. These matters will continue as the need arises.

88. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 9.8 hours during the Application Period for a total of \$3,259.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

**APPLICABLE LEGAL STANDARD**

89. The Bankruptcy Code sets forth the legal standards for awarding compensation to professionals employed by the debtor. The format for fee applications is set forth in the U.S. Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under section 330 of the Bankruptcy Code (the "Guidelines").

90. Under section 330 of the Bankruptcy Code, the Court may award counsel to the Debtors reasonable compensation for actual, necessary services rendered by such attorneys and paraprofessionals employed by such attorneys based on the nature, extent and value of the services rendered, time spent on such services and the cost of comparable services other than in a bankruptcy case. Furthermore, the Court may award reimbursement for actual, necessary expenses.

91. The expenses incurred by MW, as set forth herein, are reasonable and necessary charges for items including, but not limited to, photocopying, long distance telephone calls, messenger services, computer research, travel expenses, overnight mail and court fees. Photocopy charges are assessed at ten cents (\$.10) per page, which MW believes to be competitive for professional firms in this geographic area. Some larger copy and mailing projects may have been performed at an outside copy center at a lower per page rate. In all cases, MW has passed through the costs of the outsourced copy or mailing projects to the estate without markup. MW incurred messenger service charges when such delivery was more economical or when prompt delivery was necessary in a given circumstance.

92. Under the "lodestar" approach, the Court should consider the number of hours of service reasonably devoted to the case multiplied by the attorney's reasonable rates. Courts frequently consider the specific "lodestar" factors enumerated in Johnson v. Georgia Highway Express, Inc., 488 F.2d 714 (5th Cir. 1974). These lodestar factors were adopted by the Fourth Circuit in Barber v. Kimbrells, Inc., 577 F.2d 216, 226 (4th Cir.), cert. denied, 439 U.S. 934 (1978), and in Anderson v. Morris, 658 F.2d 246, 249 (4th

Cir. 1981), where the Fourth Circuit held that the district court should employ the lodestar approach, and then adjust the fee on the basis of the remaining Johnson factors in the case. The following are the Johnson factors:

- (a) the time and labor required;
- (b) the novelty and difficulty of the questions;
- (c) the skill requisite to perform the legal service properly;
- (d) the preclusion of other employment by the attorney due to acceptance of the case;
- (e) the customary fee;
- (f) whether the fee is fixed or contingent;
- (g) time limitations imposed by the client or the circumstances;
- (h) the amount involved and the results obtained;
- (i) the experience, reputation and ability of the attorneys;
- (j) the "undesirability" of the case;
- (k) the nature and length of the professional relationship with the client; and
- (l) awards in similar cases.

Johnson, 488 F.2d at 717-719; Barber, 577 F.2d at 226, n.28; Anderson, 658 F.2d at 248, n.2.

93. MW believes that the services rendered to the Debtors and the out-of-pocket expenses incurred therewith were both necessary and reasonable in view of the Debtors'

obligations in these cases, and the size and complexity of these cases.

94. Moreover, MW has worked closely with the Debtors' other professionals to be very efficient and avoid the duplication of services in these chapter 11 cases.

95. MW is the largest law firm in the Commonwealth of Virginia and among the largest law firms in the country, and has substantial expertise in bankruptcy, business law, tax, commercial litigation and other substantive areas, which has allowed MW to effectively and efficiently address issues arising in a national bankruptcy case. Further, the rates charged by MW are significantly less than rates charged by other law firms in comparable national chapter 11 cases and MW's rates are consistent with rates charged to other clients in non bankruptcy matters.<sup>2</sup> MW has efficiently assisted the Debtors by employing a streamlined case management structure that generally consists of a core team with various other attorneys and paraprofessionals assigned to other discrete tasks to avoid the performance of duplicative or unnecessary work. MW believes the fees

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<sup>2</sup> Douglas M. Foley is board certified by the American Board of Certification as a specialist in the field of Business Bankruptcy Law. See 11 U.S.C. § 330(a)(3)(E).

requested herein satisfy the Johnson factors as set forth above.

**SUMMARY OF EXHIBITS**

96. A proposed order approving the Application is attached hereto as Exhibit A.

97. Attached hereto as Exhibit B is a list of all attorneys and paraprofessionals who have worked on these cases, by name, year of admission (where applicable), hourly rate, hours expended on these cases, and total fees incurred.

98. Pursuant to the Interim Compensation Order, MW has received eighty-five percent (85%) of its monthly fees and one hundred percent (100%) of its monthly disbursements for services rendered in February, March and April 2010. In total, MW has received \$753,115.73 in fees and \$16,496.35 in disbursements during the Application Period. See Exhibit C attached hereto for a statement of those payments.

99. A summary of all actual and necessary expense disbursements is attached hereto as Exhibit D.

100. A chronological itemization of time categorized by task performed is attached hereto as Exhibit E. MW has made every effort to place all time entries in the proper service category; however, it should be noted that in some

circumstances an entry could have been properly placed in more than one of the service categories. In such circumstances, MW has used its best efforts to place the time entry in the service category that represents the primary purpose of the services rendered. Time entries do not appear in more than one service category.

**NOTICE**

101. Pursuant to the Interim Compensation Order, MW has served copies of the Application on the Notice Parties (as defined therein). In addition, MW has served notice of the hearing on the Application on the parties required by the Case Management Order. MW submits that no other or further notice need be given.

**WAIVER OF MEMORANDUM OF LAW**

102. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in this Application, the Debtors request that this Court waive the requirement that all motions be accompanied by a written memorandum of law.

**NO PRIOR REQUEST**

103. No prior request for the relief sought herein has been made to this Court in these bankruptcy cases. This is

MW's sixth interim application for compensation and reimbursement of expenses.

WHEREFORE, MW respectfully requests that this Court enter an order, substantially in the form attached hereto as Exhibit A, (i) approving the compensation and reimbursement of expenses requested herein on an interim basis, (ii) authorizing and directing the Debtors to pay such amounts, and (iii) granting MW such other and further relief as is just and proper.

Dated: June 14, 2010  
Richmond, Virginia

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP

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- and -

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Counsel for Debtors and Debtors  
in Possession



**EXHIBIT A**

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER &  
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One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Douglas M. Foley (VSB No. 34364)  
Sarah B. Boehm (VSB No. 45201)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
155 North Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - X  
In re: : Chapter 11  
:   
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :   
:   
Debtors. : Jointly Administered  
- - - - - X

**ORDER GRANTING SIXTH INTERIM APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF MCGUIREWOODS LLP,  
CO-COUNSEL TO THE DEBTORS, FOR SERVICES  
RENDERED FROM FEBRUARY 1, 2010 THROUGH APRIL 30, 2010**

Upon consideration of the Sixth Interim Application for  
Compensation and Reimbursement of Expenses of McGuireWoods  
LLP, Co-counsel to the Debtors, for Services Rendered from  
February 1, 2010 through April 30, 2010 (the "Application");

and the Court having reviewed the Application and the Court having determined that the relief requested in the Application is necessary and appropriate; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Application meets the requirements of the Bankruptcy Code and the compensation and reimbursement of expenses sought in the Application is both fair and reasonable.

2. The Application is hereby approved in its entirety, and compensation for the Application Period in the total amount of \$886,018.50 is hereby approved, and the Debtors are hereby authorized and directed to pay McGuireWoods LLP the unpaid portion of such compensation.

3. The reimbursement of expenses for the Application Period in the total amount of \$16,496.35 is hereby approved, and the Debtors are hereby authorized and directed to pay McGuireWoods LLP any unpaid portion of such reimbursements.

4. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia

\_\_\_\_\_, 2010

\_\_\_\_\_  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
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- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
155 North Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

/s/ Douglas M. Foley  
\_\_\_\_\_  
Douglas M. Foley (VSB No. 34364)  
Sarah B. Boehm (VSB No. 45201)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel to the Debtors and Debtors in Possession

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

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EXHIBIT B**Summary of Timekeepers**In re Circuit City Stores, Inc., et al.

Case No. 08-35653 (Jointly Administered)

Name of Applicant: McGuireWoods LLP

Role: Co-counsel to the Debtors

**First Interim Application:**

Fees Approved: \$896,193.25

Expenses Approved: \$37,355.52

**Third Interim Application:**

Fees Approved: \$757,717.00

Expenses Approved: \$25,549.27

**Fifth Interim Application:**

Fees Approved: \$715,884.50

Expenses Approved: \$20,263.11

**Second Interim Application:**

Fees Approved: \$706,661.50

Expenses Approved: \$9,794.66

**Fourth Interim Application:**

Fees Approved: \$857,682.00

Expenses Approved: \$24,808.40

**Sixth Interim Application:**

Fees Requested: \$886,018.50

Expenses Requested: \$16,496.35

Summary of Timekeepers

<u>Attorneys</u>	<u>Year Admitted</u>	<u>2010 Rate</u>	<u>2010 Hours</u>		<u>Amount</u>
Ashcroft, Erin Q.	2007	\$330.00	32.0	\$	10,560.00
Bell, Craig D.	1983	\$570.00	143.6	\$	81,852.00
Blanks, Daniel F.	2002	\$415.00	462.8	\$	192,062.00
Boehm, Sarah B.	2000	\$495.00	378.2	\$	187,209.00
Diller, Elizabeth A.	2008	\$300.00	7.1	\$	2,130.00
Foley, Douglas M.	1992	\$600.00	287.3	\$	172,380.00
Fratkin, Bryan A.	1995	\$540.00	1.5	\$	810.00
Goodboe, Ruth L.	1995	\$385.00	7.2	\$	2,772.00
Gunlock, Matthew T.	2006	\$320.00	83.8	\$	26,816.00
Neal, Jonathan G.	2005	\$365.00	1.0	\$	365.00
Pittman, Edmund S.	1992	\$485.00	3.0	\$	1,455.00
Ridlehoover, Bradley A.	2008	\$285.00	3.4	\$	901.00
Scott, Lori Michelle	2003	\$335.00	37.7	\$	12,629.50
Smith, Douglas B.	2006	\$320.00	8.6	\$	2,752.00
Stark, Bryan A.	2007	\$335.00	373.8	\$	125,223.00
<b>ATTORNEY TOTALS:</b>			<b>1831.0</b>	<b>\$</b>	<b>819,916.50</b>

EXHIBIT B**Summary of Timekeepers**

<u>Paraprofessionals</u>	<u>2010 Rate</u>	<u>2010 Hours</u>	<u>Amount</u>
Cain, Karen B.	\$215.00	123.1	\$ 26,466.50
Gokey, Kymberleigh B.	\$175.00	0.5	\$ 87.50
Morgan, Doris L.	\$150.00	1.2	\$ 180.00
Neilson, Linda J.	\$200.00	178.5	\$ 35,700.00
Sisk, Lois E.	\$340.00	3.8	\$ 1,292.00
von Bargen, Nancy S.	\$240.00	9.9	\$ 2,376.00
 <b>PARAPROFESSIONAL TOTALS:</b>		<b>317.0</b>	<b>\$ 66,102.00</b>
 <b>TOTALS:</b>		<b>2148.0</b>	<b>\$ 886,018.50</b>
 <b>BLENDED HOURLY RATE:</b>	<b>\$ 412.49</b>		

EXHIBIT C

## Summary of Monthly Fee Statements

Period Covered	Total Fees Incurred	Total Fees Requested Pursuant to Interim Compensation Order	Fees Paid	Holdback	Total Expenses Incurred	Total Expenses Requested Pursuant to Interim Compensation Order	Expenses Paid	Holdback
February 1, 2010 February 28, 2010	\$274,349.00	\$233,196.65	\$233,196.65	\$41,152.35	\$2,701.92	\$2,701.92	\$2,701.92	\$0.00
March 1, 2010 March 31, 2010	\$324,776.00	\$276,059.60	\$276,059.60	\$48,716.40	\$6,750.79	\$6,750.79	\$6,750.79	\$0.00
April 1, 2010 April 30, 2010	\$286,893.50	\$243,859.48	\$243,859.48	\$43,034.03	\$7,043.64	\$7,043.64	\$7,043.64	\$0.00
<b>TOTALS:</b>	<b>\$886,018.50</b>	<b>\$753,115.73</b>	<b>\$753,115.73</b>	<b>\$132,902.78</b>	<b>\$16,496.35</b>	<b>\$16,496.35</b>	<b>\$16,496.35</b>	<b>\$0.00</b>

**Summary of Expenses**

<u>Disbursement</u>	<u>Amount</u>
Copy Charges	\$675.70
Overnight Delivery	\$516.36
Telephone and Teleconference Charges	\$1,238.97
Computer Research	\$188.88
Working Meals	\$1,058.98
Travel	\$8,071.81
Court Costs	<u>\$4,745.65</u>
<b>TOTAL:</b>	<b>\$16,496.35</b>



**EXHIBIT E**



Douglas M. Foley  
(804) 775-1150

One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030

March 9, 2010

REMITTANCE COPY  
PLEASE RETURN WITH PAYMENT  
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91231756

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Current Invoice Total: \$277,050.92

Total Balance Due: \$277,050.92

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP  
Attn: Accounts Receivable  
901 E. Cary Street  
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Douglas M. Foley  
(804) 775-1150

One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030

March 9, 2010

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

Bill Through: 02/28/10

INVOICE NO. 91231756

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No.	2055557-0010
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

02/01/10	File affidavits of service Bryan A. Stark .20 hours at 335.00 per hour.	\$67.00
02/01/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Barga .20 hours at 240.00 per hour.	\$48.00
02/01/10	Prepare and circulate list of hearing items for 2/11/10 omni hearing Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
02/02/10	Draft, finalize and file notice of additional omnibus hearing dates and multiple calls and e-mails scheduling same Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50

Circuit City Stores Inc  
File Number: 2055557  
Invoice No. 91231756

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March 9, 2010

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02/02/10	Chart telephone calls and issues to be resolved (.7); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.4) Nancy S. von Bargaen 1.10 hours at 240.00 per hour.	\$264.00
02/03/10	Review agenda and multiple e-mails regarding status of various matters Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
02/03/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Bargaen .20 hours at 240.00 per hour.	\$48.00
02/03/10	Prepare responses to garnishment and information requests (2.1); review draft agenda (.8) Linda J. Neilson 2.90 hours at 200.00 per hour.	\$580.00
02/05/10	Review and revise 2/11 hearing agenda (.6); prepare documents for hearing (1.1) Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
02/08/10	Review and revise agenda for hearing on February 11th and e-mails with debtors' professionals and clients regarding same Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
02/08/10	Analyze and revise agenda and multiple calls and e-mails regarding multiple matters (1.4); e-mails regarding Lockton ordinary course professional affidavit (.2) Sarah B. Boehm 1.60 hours at 495.00 per hour.	\$792.00
02/08/10	Review agenda and e-mails with debtors' professionals regarding status of items and analyze strategies regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
02/08/10	Review and analyze agenda for February 11, 2010 hearing, incorporate edits, and file with court Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
02/08/10	Review and prepare responses to garnishments and restitution checks (1.8); prepare documents for 2/11/10 hearing (1.0); Review, revise and prepare 2/11/10 hearing agenda for filing (1.1); Linda J. Neilson 3.90 hours at 200.00 per hour.	\$780.00

Circuit City Stores Inc  
File Number: 2055557  
Invoice No. 91231756

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02/09/10	E-mails with debtors' professionals regarding preparation for hearings on February 11 and various matters going forward Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
02/09/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Barga .20 hours at 240.00 per hour.	\$48.00
02/09/10	Review and prepare responses to garnishments Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00
02/10/10	Review agenda and prepare for February 11 hearings Douglas M. Foley 1.30 hours at 600.00 per hour.	\$780.00
02/10/10	Analyze issues and e-mails regarding restitution payments and note (.3); analyze issues regarding matters scheduled for omnibus hearing tomorrow (.3) Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
02/10/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Barga .20 hours at 240.00 per hour.	\$48.00
02/11/10	Prepare for and attend February 11 omnibus hearing, and meeting with client regarding same Douglas M. Foley 2.50 hours at 600.00 per hour.	\$1,500.00
02/11/10	Prepare for and participate in omnibus hearing, revise and submit orders and multiple e-mails regarding same (1.6); e-mails with D. Nagle regarding ordinary course professional affidavit (.2) Sarah B. Boehm 1.80 hours at 495.00 per hour.	\$891.00
02/11/10	Prepare for and participate in hearing and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50

Circuit City Stores Inc  
File Number: 2055557  
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02/11/10	Review and revise professionals' binders for omnibus hearing (.7); prepare documents for court hearing (.2); e-mail to and from court reporter regarding court transcripts of omnibus hearings (.3) Karen B. Cain 1.20 hours at 215.00 per hour.	\$258.00
02/12/10	Finalize and submit orders on liquidation retention plan-related procedural motions Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
02/12/10	Review and provide comments on agenda items Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
02/12/10	Chart telephone calls and issues to be resolved (.2); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.2) Nancy S. von Bargaen .40 hours at 240.00 per hour.	\$96.00
02/12/10	Retrieve, revise and circulate items for hearing on 2/24/10 Linda J. Neilson 1.00 hours at 200.00 per hour.	\$200.00
02/15/10	E-mails and telephone conferences with parties regarding omnibus hearings and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
02/16/10	Review, revise and update agenda for hearing on matters scheduled for February 24th Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
02/16/10	Correspond with debtors' professionals regarding status of issues for omnibus hearing date (.3); review and analyze draft agenda (.3) Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
02/16/10	Chart telephone calls and issues to be resolved (.4); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.4) Nancy S. von Bargaen .80 hours at 240.00 per hour.	\$192.00
02/16/10	Review and revise 2/24/10 hearing agenda (.2); correspondence regarding same (.4) Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
02/17/10	Review draft agenda and provide updates for incorporation (.4); correspond with debtors' professionals regarding same (.3) Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50

Circuit City Stores Inc  
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02/17/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Bargaen .20 hours at 240.00 per hour.	\$48.00
02/17/10	Review and revise 2/24/10 hearing agenda (.7); review and reply to subpoena request and garnishments (1.1) Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
02/18/10	Review and comment on draft agenda and Exhibit A thereto Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
02/18/10	Monitor caller hotline regarding W-2 requests (.1); chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Bargaen .30 hours at 240.00 per hour.	\$72.00
02/18/10	Review and revise agenda for 2/24/10 hearing Linda J. Neilson 1.30 hours at 200.00 per hour.	\$260.00
02/19/10	Review, revise and update agenda for hearings on February 24 and e-mails with debtors' professionals regarding same Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00
02/19/10	E-mails with parties and debtors' professionals regarding proposed hearing agenda and status of matters and review material regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
02/19/10	Monitor caller hotline regarding W-2's (.1); chart telephone calls and issues to be resolved (.1); return creditor telephone calls, including remarks entered, regarding W-2 inquiries (.1) Nancy S. von Bargaen .30 hours at 240.00 per hour.	\$72.00
02/19/10	Review and revise 2/24/10 hearing agenda for filing (4.2); prepare documents for hearing (2.7) Linda J. Neilson 6.90 hours at 200.00 per hour.	\$1,380.00

Circuit City Stores Inc  
File Number: 2055557  
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02/23/10 Review and revise notes in preparation for  
hearing on omnibus claim objection status  
hearing and matters on for agenda for February  
24  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

02/23/10 Analyze issues and e-mails regarding engagement  
letter and ordinary course professional  
affidavit  
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

02/24/10 Review agenda and prepare for omnibus hearing  
on February 24 and meetings with client and  
debtors' professionals regarding same  
Douglas M. Foley 3.40 hours at 600.00 per hour. \$2,040.00

02/24/10 E-mails and telephone conferences with parties  
regarding February 24, 2010 omnibus hearing and  
related issues and preparation for hearing  
regarding same and updates regarding same  
Daniel F. Blanks 1.50 hours at 415.00 per hour. \$622.50

02/24/10 Review and prepare response to subpoena  
Linda J. Neilson .50 hours at 200.00 per hour. \$100.00

02/25/10 Review and prepare response to subpoena duces  
tecum  
Linda J. Neilson .20 hours at 200.00 per hour. \$40.00

02/26/10 E-mails and telephone conferences with parties  
regarding bankruptcy case and related issues  
and status  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

02/26/10 Monitor caller hotline regarding W-2's (.2);  
chart telephone calls and issues to be resolved  
(.1); return creditor telephone calls,  
including remarks entered, regarding W-2  
inquiries (.1)  
Nancy S. von Barga .40 hours at 240.00 per hour. \$96.00

02/26/10 Prepare 3/8/10 hearing items chart  
Linda J. Neilson .60 hours at 200.00 per hour. \$120.00

02/26/10 Telephone calls from former employees regarding  
tax documents  
Karen B. Cain .70 hours at 215.00 per hour. \$150.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	12.6	\$7,560.00
Sarah B. Boehm	\$495.00	5.5	\$2,722.50
Daniel F. Blanks	\$415.00	5.3	\$2,199.50



Circuit City Stores Inc  
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Bryan A. Stark	\$335.00	2.8	\$938.00
Nancy S. von Bargaen	\$240.00	4.3	\$1,032.00
Karen B. Cain	\$215.00	1.9	\$408.50
Linda J. Neilson	\$200.00	23.2	\$4,640.00
TOTAL FEES		55.6	\$19,500.50

Re: Professional Retention/Fee Applications

Our File No. 2055557-0070  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/09/10 Finalize monthly fee statement, draft  
correspondence and multiple e-mails regarding  
same

Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$495.00	0.8	\$396.00
TOTAL FEES		0.8	\$396.00

Re: Automatic Stay

Our File No. 2055557-0090  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/03/10 Analyze issues and e-mails with counsel  
regarding Unite Radio motion for relief from  
stay

Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

Circuit City Stores Inc  
File Number: 2055557  
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02/04/10	Continue to analyze issues and e-mails regarding United Radio motion for relief and resolution of same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
02/05/10	E-mails with K. Lake regarding United Radio motion for relief from stay and proposed consent order Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
02/08/10	E-mails regarding resolution of United Radio motion for relief from automatic stay and proposed consent order regarding same Douglas M. Foley .20 hours at 600.00 per hour.	\$120.00
02/08/10	Analyze issues, multiple calls and e-mails regarding settlement of United Radio motion for relief and analyze and revise consent order regarding same Sarah B. Boehm 1.70 hours at 495.00 per hour.	\$841.50
02/08/10	Review documentation and e-mails with client regarding United Radio's motion and issues regarding same (.80); e-mails with client regarding subpoenas and correspondence with parties regarding same (.60). Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
02/17/10	Correspondence regarding violations of automatic stay and pending matters Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
02/18/10	Analyze issues and e-mail regarding Anand case and status of discovery Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
02/18/10	Correspondence with parties regarding automatic stay Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00
02/19/10	E-mails regarding Anand case stayed as to debtors Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
02/25/10	Correspondence regarding subpoenas and other items regarding automatic stay Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00

Circuit City Stores Inc  
File Number: 2055557  
Invoice No. 91231756

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02/26/10 E-mails with and telephone call from counsel  
regarding Anand discovery and analyze issues  
regarding same  
Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	0.2	\$120.00
Sarah B. Boehm	\$495.00	3.7	\$1,831.50
Daniel F. Blanks	\$415.00	3.3	\$1,369.50
TOTAL FEES		7.2	\$3,321.00

**Re: Employment and Compensation**

Our File No. 2055557-0120  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/01/10 Draft communications regarding under seal  
exhibit for liquidation retention plan  
Bryan A. Stark .40 hours at 335.00 per hour. \$134.00

02/02/10 Arrange for and provide Court with under seal  
copy to motion to approve liquidation retention  
plan (.4); correspond with debtors'  
professionals regarding same (.2)  
Bryan A. Stark .60 hours at 335.00 per hour. \$201.00

02/04/10 E-mails and conference call regarding strategy  
relating to retention bonuses including CEO  
Douglas M. Foley 1.20 hours at 600.00 per hour. \$720.00

02/11/10 Several e-mails with debtor's professionals and  
client regarding status of issues relating to  
J. Marcum and A. Siegel  
Douglas M. Foley .60 hours at 600.00 per hour. \$360.00

02/11/10 Create orders granting liquidation retention  
plan motion, motion to shorten notice, motion  
to expedite, and motion to seal exhibit  
Bryan A. Stark .90 hours at 335.00 per hour. \$301.50

Circuit City Stores Inc  
File Number: 2055557  
Invoice No. 91231756

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March 9, 2010

02/14/10 Several e-mails and telephone conferences with debtor's professionals and board regarding incentive program for J. Marcum, terms of CRO contract and strategy going forward  
Douglas M. Foley 1.40 hours at 600.00 per hour. \$840.00

02/15/10 Review objections to incentive program and transcript from February 25, 2009 hearing, and e-mails with debtor's professionals regarding strategy going forward on February 24, 2010 hearing relating to J. Marcum  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

02/17/10 Several e-mails relating to matters going forward on February 24 relating to J. Marcum and strategy regarding same  
Douglas M. Foley .80 hours at 600.00 per hour. \$480.00

02/22/10 Review pleadings and e-mails regarding J. Marcum consulting agreement and A. Siegel CRO retention and review pleadings regarding same  
Douglas M. Foley 1.60 hours at 600.00 per hour. \$960.00

02/26/10 E-mails with debtors' professionals and client regarding review of final documentation for approval of retention agreement for CRO and consulting agreement for J. Marcum and reviewed same  
Douglas M. Foley 1.40 hours at 600.00 per hour. \$840.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	8.3	\$4,980.00
Bryan A. Stark	\$335.00	1.9	\$636.50
TOTAL FEES		10.2	\$5,616.50

**Re: Executory Contracts**

Our File No. 2055557-0140  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/03/10 E-mails and telephone conference with counsel regarding Ryan contract and rejection of same and related issues  
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

Circuit City Stores Inc  
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02/03/10	Correspond with debtors' professionals regarding response to motion on executory contract Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
02/04/10	E-mails with debtors' professionals regarding motion to reject contract and motion by Ryan to compel assumption and review and analyze strategies regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
02/05/10	Prepare for and participate in conference call with Ryan Inc. regarding contract and related issues and settlement regarding contract Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
02/08/10	Analyze responses to motion to reject contracts and multiple e-mails regarding same Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
02/08/10	E-mails and telephone conference with counsel for Ryan regarding rejection of Ryan contract and related issues Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
02/10/10	Review motion to reject executory contracts and analyze issues regarding same Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
02/11/10	E-mails regarding status of Ryan contract, and analyze issues regarding same Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
02/11/10	E-mails with Ryan regarding contract rejection and offers of purchase and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
02/11/10	Create order granting debtors' motion to reject Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
02/12/10	Review, finalize and submit order on eighth rejection motion regarding employee contracts Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
02/19/10	E-mails with Ryan regarding executory contract and motion to reject and other related issues and research multiple issues regarding contingent fee contracts and related issues Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50

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02/26/10 E-mails with opposing counsel regarding Ryan's contract and offer  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	1.0	\$600.00
Sarah B. Boehm	\$495.00	0.6	\$297.00
Daniel F. Blanks	\$415.00	5.8	\$2,407.00
Bryan A. Stark	\$335.00	0.9	\$301.50
TOTAL FEES		8.3	\$3,605.50

Re: Litigation  
Our File No. 2055557-0150  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/02/10 Correspond with debtors regarding demand letters and responses thereto (.6); review and analyze documentation to provide to vendor regarding demand letter (.8); correspond with counsel to vendors regarding claims against vendors (.5)  
Bryan A. Stark 1.90 hours at 335.00 per hour. \$636.50

02/03/10 Correspond with debtors regarding demand letters (.6); review and analyze documentation provided in response to demand letters (.6); review and analyze contract with vendor and e-mail regarding same (.5)  
Bryan A. Stark 1.70 hours at 335.00 per hour. \$569.50

02/04/10 E-mails and telephone conference regarding counteroffer to Sirius XM and analyze strategies regarding same and review documents regarding same  
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

02/04/10 Review correspondence and other documentation and correspond with debtors and vendors regarding demand letters  
Bryan A. Stark .60 hours at 335.00 per hour. \$201.00

02/05/10 E-mails regarding settlement stipulation and status of various AR complaints including Activision, Active Media and Direct TV  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

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02/05/10	Review data and calculations regarding Sirius XM and e-mails and telephone conferences with debtors' professionals and counsel for Sirius XM regarding same and draft settlement offer regarding same Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
02/08/10	E-mails regarding resolution of potential litigation threatened by Schimenti Construction and analyzed issues regarding same Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
02/08/10	E-mails with Active regarding scheduling order and pretrial conference and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
02/08/10	Correspond with Debtor regarding adversary proceedings (.4); correspond with debtors regarding demand letters and requests for information (.4); analyze information regarding demand letters and status of future demand letters (.6) Bryan A. Stark 1.40 hours at 335.00 per hour.	\$469.00
02/09/10	Review documentation and correspond with creditor regarding outstanding demand letter Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
02/10/10	E-mails with Sirius XM regarding discovery and reconciliation of amounts and related issues Daniel F. Blanks .70 hours at 415.00 per hour.	\$290.50
02/10/10	Review information and correspond with creditors regarding outstanding demand letters Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
02/11/10	E-mails and telephone conferences with counsel for Sirius XM debtors' professionals regarding litigation and reconciliation of amounts and related issues Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
02/11/10	Review, revise and draft pleadings regarding settlement of state court litigation (3.6); correspond with debtors' professionals and co-defendant regarding same (.6) Bryan A. Stark 4.20 hours at 335.00 per hour.	\$1,407.00
02/12/10	E-mails with Sirius XM regarding reconciliation of amounts and related issues Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50

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02/12/10	Correspond with debtors' professionals and defendant counsel regarding filings relating to state court case (.5); review, analyze and update documents (.7) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
02/13/10	E-mails with opposing counsel regarding Schimenti Construction's alleged 503(b)(9) claim, and draft complaint relating to trust fund issues Douglas M. Foley .20 hours at 600.00 per hour.	\$120.00
02/15/10	Research issues relating to adversary proceedings and correspond with defendant's counsel Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
02/16/10	E-mails with debtor's professionals regarding status of various adversary proceedings, including scheduling for upcoming pretrial conferences and pretrial orders (.9); numerous e-mails with client regarding review and finalization of demand letters (.6) Douglas M. Foley 1.50 hours at 600.00 per hour.	\$900.00
02/16/10	E-mails and telephone conferences with counsel for Sirius regarding settlement and review multiple documents and charts regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
02/16/10	Review and analyze documentation provided and documentation needed regarding defenses to adversary proceedings (1.3); correspond with debtors regarding adversary proceedings and researching claims and defenses (.4); review correspondence and documentation and correspond with defendants regarding pretrial conference (.6) Bryan A. Stark 2.30 hours at 335.00 per hour.	\$770.50
02/17/10	E-mails regarding production of documents and potential settlement of account receivable claims involving Creative Labs and continuance of pretrial conference Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00



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02/17/10	Correspond with counsel and debtor regarding West Virginia state court litigation (.3); review and analyze receivables information provided by defendant in adversary proceeding (.4); correspond with debtor and counsel to defendant regarding same (.4); review preference information provided by defendant in adversary proceeding (.2); correspond with debtor and defendant regarding same (.3) Bryan A. Stark 1.60 hours at 335.00 per hour.	\$536.00
02/18/10	E-mails with Sirius regarding settlement and negotiations Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
02/18/10	Review and analyze preference analysis sent by defendant in adversary proceeding (.5); correspond with defendant and debtors regarding same (.2) Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
02/19/10	E-mails with opposing counsel regarding status of pretrial conferences and discovery and informal discovery regarding pending adversary proceedings Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
02/19/10	Multiple e-mails with parties regarding Sirius and settlement and review discovery responses regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
02/19/10	Review and analyze preference analysis from defendant (.6); correspond with debtor regarding same (.3) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
02/20/10	Analyze e-mails and issues regarding discovery Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
02/21/10	Begin review of various forms of demand letters for collection of accounts receivable and preference actions and e-mails with debtors' professionals and client regarding same Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00
02/22/10	Review drafts of demand letters relating to account receivable collection and preference demands and analyze issues regarding same Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00

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02/22/10	Review and analyze draft demand letters and preference analyses for certain vendors (1.1); research various issues regarding same (.4); meet and correspond with debtor and debtors' professionals regarding same (.4); review and analyze documentation relating to adversary proceeding (1.1); conference call with defendant regarding defenses and status of analysis (.5); finalize and file motion for 9019 settlement and arrange for service of same (.8)		
	Bryan A. Stark	4.30 hours at 335.00 per hour.	\$1,440.50
02/23/10	E-mails and telephone conferences with Sirius regarding settlement and e-mails with client regarding same and analyze issues regarding same and review materials and contracts regarding same		
	Daniel F. Blanks	1.30 hours at 415.00 per hour.	\$539.50
02/23/10	Draft cover letters and arrange for service of under seal exhibit (.3); review and analyze debtors' preference analysis for adversary proceeding (.5)		
	Bryan A. Stark	.80 hours at 335.00 per hour.	\$268.00
02/24/10	Review responses to various demand letters to collect accounts receivable (.2); review status of adversary proceedings and upcoming deadlines (.2)		
	Douglas M. Foley	.40 hours at 600.00 per hour.	\$240.00
02/24/10	Correspond with debtors' professionals, creditor counsel, and state litigation counsel and resolve issues relating to state court litigation (1.1); review and analyze defendant documentation in response to requests and forward same to Debtors for review (.6)		
	Bryan A. Stark	1.70 hours at 335.00 per hour.	\$569.50
02/25/10	Correspond with defense counsel regarding state court litigation		
	Bryan A. Stark	.30 hours at 335.00 per hour.	\$100.50
02/26/10	E-mails regarding document review relating to board minutes (.2); e-mails regarding Creative Labs and proposed settlement (.2); review and revise draft of XM Sirius settlement agreement, release and stipulation (.9)		
	Douglas M. Foley	1.30 hours at 600.00 per hour.	\$780.00

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02/26/10 Review correspondence regarding information document request and multiple e-mails and calls regarding same (.6); analyze documents and e-mails regarding board minutes (.4)  
Sarah B. Boehm 1.00 hours at 495.00 per hour. \$495.00

02/26/10 E-mails with Active regarding disclosures, discovery and other items (.5); draft stipulation and order regarding Sirius XM and analyze issues regarding same (2.4)  
Daniel F. Blanks 2.90 hours at 415.00 per hour. \$1,203.50

02/26/10 Correspond with counsel regarding stipulation of dismissal of state court lawsuit (.3); review correspondence and correspond with defendant and debtors' professionals regarding deadlines in case (.4)  
Bryan A. Stark .70 hours at 335.00 per hour. \$234.50

02/26/10 Research electronic database for board minutes  
Karen B. Cain 1.40 hours at 215.00 per hour. \$301.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	8.0	\$4,800.00
Sarah B. Boehm	\$495.00	1.3	\$643.50
Daniel F. Blanks	\$415.00	12.8	\$5,312.00
Bryan A. Stark	\$335.00	25.3	\$8,475.50
Karen B. Cain	\$215.00	1.4	\$301.00
TOTAL FEES		48.8	\$19,532.00

Re: Real Estate  
Our File No. 2055557-0180  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/01/10 (Whitehall, PA) E-mail correspondence with title company and J. Bruton (.5); e-mail correspondence with D. Miller (.1); review title objection letter (.5)  
Matthew T. Gunlock 1.10 hours at 320.00 per hour. \$352.00

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02/02/10	(Whitehall, PA) E-mail correspondence and telephone call with D. Miller regarding title objection matters (.3); telephone call with J. Bruton regarding title matters (.5); review marked title commitment (.5) Matthew T. Gunlock 1.30 hours at 320.00 per hour.	\$416.00
02/03/10	Correspondence with J. Bruton regarding title commitment requirements and title company's approval of sale motion and sale order (.3); review prior sale orders and sale motions regarding title company questions (1.1); review purchase agreement regarding bankruptcy court approvals (.8) Matthew T. Gunlock 2.20 hours at 320.00 per hour.	\$704.00
02/04/10	(Deep Run I) Telephone call with D. Miller regarding sale of Deep Run I (.3); review e-mail from D. Miller (.1) Edmund S. Pittman .40 hours at 485.00 per hour.	\$194.00
02/04/10	(Whitehall, PA) E-mail correspondence with J. Bruton regarding bankruptcy approvals (.5); review revised title commitment (.8) Matthew T. Gunlock 1.30 hours at 320.00 per hour.	\$416.00
02/04/10	(DR1 Sale) Conference with E. Pittman Matthew T. Gunlock .20 hours at 320.00 per hour.	\$64.00
02/05/10	(Deep Run I) Telephone call to P. Reed (.1); review e-mail from D. Miller regarding ground leases (.2); conference with M. Gunlock regarding contract form (.3) Edmund S. Pittman .60 hours at 485.00 per hour.	\$291.00
02/05/10	(DR1 Sale) Conference and e-mail correspondence with E. Pittman (.5); review title company materials regarding property (.5) Matthew T. Gunlock 1.00 hours at 320.00 per hour.	\$320.00
02/08/10	E-mails with landlords' counsel regarding status of resolution of dual claims in Circuit City case as part of confirmation process Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
02/08/10	(Deep Run I) Conference with M. Gunlock regarding status of draft contract Edmund S. Pittman .10 hours at 485.00 per hour.	\$48.50

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02/08/10	(DR1 Sale) Review ground leases (.5); prepare draft of purchase agreement (2.0) Matthew T. Gunlock 2.50 hours at 320.00 per hour.	\$800.00
02/08/10	(Whitehall, PA) E-mail correspondence with bankruptcy counsel (.5); e-mail correspondence with J. Bruton and title company (.6); transmit fully-executed purchase agreement (.1) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
02/08/10	Review and analyze motion to sell and asset purchase agreement (.8); correspond with debtors' professionals regarding same (.4) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
02/09/10	(Deep Run I) Review and mark-up purchase agreement (1.2); conference with M. Gunlock (.1) Edmund S. Pittman 1.30 hours at 485.00 per hour.	\$630.50
02/09/10	(Whitehall, PA) E-mail correspondence with J. Bruton Matthew T. Gunlock .10 hours at 320.00 per hour.	\$32.00
02/09/10	(DR1 Sale) Revise purchase agreement (.7); transmit draft purchase agreement (.1) Matthew T. Gunlock .80 hours at 320.00 per hour.	\$256.00
02/11/10	(Florence, SC) Review letter of intent (.1); e-mails to and from D. Miller (.1); e-mail to M. Gunlock (.1) Edmund S. Pittman .30 hours at 485.00 per hour.	\$145.50
02/11/10	(Florence, SC) Review letter of intent Matthew T. Gunlock .30 hours at 320.00 per hour.	\$96.00
02/11/10	Review and analyze draft motion to sell and order and provide comments to debtors' professionals Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
02/12/10	(Florence, SC) Telephone call with D. Miller Matthew T. Gunlock .10 hours at 320.00 per hour.	\$32.00
02/15/10	(Whitehall, PA) E-mails regarding Whitehall property sale documents, and review same Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00

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02/15/10	(Florence, SC) Review letter of intent for sale of property (.5); prepare purchase agreement for sale of property (1.3) Matthew T. Gunlock 1.80 hours at 320.00 per hour.	\$576.00
02/15/10	Review and analyze final draft of motion to sell property and incorporate comments to same (.7); draft notice of same (.3); correspond with debtors' counsel regarding same (.2) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
02/16/10	(Florence, SC) Prepare draft of purchase agreement (2.0); e-mail correspondence with D. Miller (.1) Matthew T. Gunlock 2.10 hours at 320.00 per hour.	\$672.00
02/17/10	(Florence, SC) Prepare purchase agreement draft (.8); e-mail correspondence with D. Miller (.5); revise purchase agreement (.5); transmit purchase agreement to purchaser (.1); telephone call and e-mail to K. Wurtenberger (.3) Matthew T. Gunlock 2.20 hours at 320.00 per hour.	\$704.00
02/17/10	(Whitehall, PA) E-mail correspondence with bankruptcy counsel regarding sale motion and sale order (.5); review sale motion and sale order (.6); e-mail correspondence with J. Bruton regarding sale motion (.2) Matthew T. Gunlock 1.30 hours at 320.00 per hour.	\$416.00
02/18/10	Telephone call from M. Gunlock regarding escrow agent for Florence, SC sale Edmund S. Pittman .10 hours at 485.00 per hour.	\$48.50
02/18/10	(Florence, SC) E-mail correspondence with D. Miller (.6); telephone call with P. Reed (.2); review sign license agreement (.5); e-mail correspondence and telephone call with K. Wurtenberger regarding purchase agreement (.5) Matthew T. Gunlock 1.80 hours at 320.00 per hour.	\$576.00
02/18/10	(Whitehall, PA) E-mail correspondence with bankruptcy counsel Matthew T. Gunlock .40 hours at 320.00 per hour.	\$128.00
02/18/10	Finalize and file motion to sell lease and notice of same Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00

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02/19/10	E-mails with creditors counsel regarding status of certain real estate transactions including offer relating to headquarters building and lease Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
02/19/10	(Florence, SC) Telephone call from M. Gunlock regarding existing license agreement for billboard and disclosure/assignment of same Edmund S. Pittman .20 hours at 485.00 per hour.	\$97.00
02/19/10	(Florence, SC) Telephone call with D. Miller regarding license agreement (.2); telephone call with K. Wurtenberger (.3); review purchase agreement regarding encumbrances (.3) Matthew T. Gunlock .80 hours at 320.00 per hour.	\$256.00
02/23/10	(Florence, SC) E-mail correspondence with K. Wurtenberger (.5); e-mail correspondence with D. Miller (.3); revise purchase agreement (.6) Matthew T. Gunlock 1.40 hours at 320.00 per hour.	\$448.00
02/23/10	(Whitehall, PA) Telephone call with potential bidder (.3); telephone call with D. Miller (.1) Matthew T. Gunlock .40 hours at 320.00 per hour.	\$128.00
02/23/10	Draft notice of and file motion to sell property Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
02/24/10	E-mails regarding potential sale of headquarters property and prospective bidders Douglas M. Foley .20 hours at 600.00 per hour.	\$120.00
02/24/10	(Florence, SC) E-mail correspondence with J. Preas (.1); telephone call with P. Reed and K. Wurtenberger (.3); e-mail correspondence with K. Wurtenberger (.1) Matthew T. Gunlock .50 hours at 320.00 per hour.	\$160.00
02/24/10	(Whitehall, PA) Telephone call with D. Miller (.2); e-mail correspondence with J. Bruton (.3) Matthew T. Gunlock .50 hours at 320.00 per hour.	\$160.00
02/25/10	(Whitehall, PA) E-mail correspondence and telephone call with J. Bruton regarding auction process (.5); review sale motion and order regarding auction process in response to purchase inquiries (.7) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00

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02/26/10 (Florence, SC) E-mail correspondence with K.  
Wurtenberger  
Matthew T. Gunlock .10 hours at 320.00 per hour. \$32.00

02/26/10 (Whitehall, PA) Telephone call with J. Avallone  
(.2); e-mail correspondence with J. Bruton (.2)  
Matthew T. Gunlock .40 hours at 320.00 per hour. \$128.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	1.4	\$840.00
Edmund S. Pittman	\$485.00	3.0	\$1,455.00
Bryan A. Stark	\$335.00	4.1	\$1,373.50
Matthew T. Gunlock	\$320.00	27.0	\$8,640.00
TOTAL FEES		35.5	\$12,308.50

Re: Reclamation Matters  
Our File No. 2055557-0200  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/15/10 Review proposed settlement letter from  
Paramount, and analyze issues regarding same  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	0.3	\$180.00
TOTAL FEES		0.3	\$180.00

Re: Tax Matters  
Our File No. 2055557-0240  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/01/10 Attention to state and local tax claims and  
issues  
Craig D. Bell 1.90 hours at 570.00 per hour. \$1,083.00

02/01/10 Research issues relating to tax claims  
Lori Michelle Scott 2.00 hours at 335.00 per hour. \$670.00



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02/02/10	Attention to state tax claims Craig D. Bell 2.40 hours at 570.00 per hour.	\$1,368.00
02/02/10	Research issues relating to tax claims Lori Michelle Scott 1.90 hours at 335.00 per hour.	\$636.50
02/03/10	Attention to multiple state tax claims and related client documentation Craig D. Bell 2.40 hours at 570.00 per hour.	\$1,368.00
02/04/10	Telephone calls with IRS appeals officer on employment tax appeal (.5); attention to same (1.1) Craig D. Bell 1.60 hours at 570.00 per hour.	\$912.00
02/05/10	Review IRS objection to admin bar date motion and stipulate to resolve same and e-mails and telephone conference to counsel regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
02/05/10	Attention to state tax issues Craig D. Bell 1.80 hours at 570.00 per hour.	\$1,026.00
02/05/10	Prepare for and participate in conference with debtors' professionals regarding tax issues and resolutions and strategies and research issues regarding same Daniel F. Blanks 1.50 hours at 415.00 per hour.	\$622.50
02/07/10	Review and revise summary judgment brief regarding omni 37 objection claims for personal property ad vorem taxes Douglas M. Foley 2.70 hours at 600.00 per hour.	\$1,620.00
02/08/10	Continue revisions to summary judgment brief regarding omni 37 (1.4); e-mails and telephone conferences with IRS regarding stipulation resolving objection to second administrative claims bar date motion and review and revise stipulation regarding same (1.4) Douglas M. Foley 2.80 hours at 600.00 per hour.	\$1,680.00
02/08/10	Attention to federal employment tax matter Craig D. Bell .80 hours at 570.00 per hour.	\$456.00
02/09/10	Telephone call with IRS counsel on employment tax matter Craig D. Bell .30 hours at 570.00 per hour.	\$171.00
02/09/10	Research issues relating to tax claims Lori Michelle Scott 2.10 hours at 335.00 per hour.	\$703.50

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02/11/10	E-mails with client, and review spreadsheets regarding status of upcoming tax claim objections	Douglas M. Foley	.40 hours at 600.00 per hour.	\$240.00
02/12/10	Telephone conference and e-mails with R. Stein regarding 941 tax return issue, as well as 941 tax settlement stipulations, and e-mails with client and debtor's professionals regarding same	Douglas M. Foley	.80 hours at 600.00 per hour.	\$480.00
02/13/10	Review and finalize stipulation relating to 941 taxes	Douglas M. Foley	.30 hours at 600.00 per hour.	\$180.00
02/15/10	Review court motion papers and correspondence with IRS counsel (.7); attention to employment tax settlement terms (.8); attention to local tax claims (.4)	Craig D. Bell	1.90 hours at 570.00 per hour.	\$1,083.00
02/15/10	Telephone conference with taxing authorities regarding tax issues and analyses (1.1); draft and revise IRS stipulation and e-mails with R. Stein regarding same (1.2)	Daniel F. Blanks	2.30 hours at 415.00 per hour.	\$954.50
02/16/10	Review documents and analysis provided by client (.5); conference call with client tax representatives (.5); analysis on local tax issues raised by tax claims filed against client (3.8)	Craig D. Bell	4.80 hours at 570.00 per hour.	\$2,736.00
02/16/10	Prepare for and participate in conference call regarding Henrico and related issues and review and analyze claims, pleadings, charts, and other material regarding same and analyze other tax issues regarding same	Daniel F. Blanks	1.30 hours at 415.00 per hour.	\$539.50
02/17/10	Review analysis regarding Henrico County tax claims and e-mails regarding outline of potential settlement	Douglas M. Foley	.80 hours at 600.00 per hour.	\$480.00

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02/17/10	Review analysis on SALT valuation issues prepared by client's accounting firm (.6); attention to same (.9); analysis on positions to support settlement of Henrico County local tax claims (1.7); analysis on bifurcation of land and building for Virginia real estate tax application (1.2)		
	Craig D. Bell	4.40 hours at 570.00 per hour.	\$2,508.00
02/18/10	Telephone calls with IRS appeals (.4); telephone call with IRS counsel (.5); review and respond to employment tax issue (.3)		
	Craig D. Bell	1.20 hours at 570.00 per hour.	\$684.00
02/18/10	E-mails with taxing authorities and tax department regarding tax issues and claims and strategies		
	Daniel F. Blanks	1.60 hours at 415.00 per hour.	\$664.00
02/19/10	E-mails with counsel with IRS regarding status of resolution of 941 tax issue and issues regarding interest in fees (.7); e-mails regarding status of payment of NOL tax refund (.2)		
	Douglas M. Foley	.90 hours at 600.00 per hour.	\$540.00
02/19/10	Review e-mails on Hawaii state tax claim (.2); attention to same (.3)		
	Craig D. Bell	.50 hours at 570.00 per hour.	\$285.00
02/19/10	E-mails with parties regarding tax issues and appraisals and review material from E&Y		
	Daniel F. Blanks	.90 hours at 415.00 per hour.	\$373.50
02/22/10	Respond to IRS inquiry on W-2 question (.3); review file documents on same (.4)		
	Craig D. Bell	.70 hours at 570.00 per hour.	\$399.00
02/22/10	Review stipulation with IRS and e-mails with IRS regarding same and analyze issues regarding same (1.2); e-mails with client and E&Y regarding appraisal for Henrico and other issues (.5); continue revisions to omni 37 summary judgment brief and research issues regarding same (1.5)		
	Daniel F. Blanks	3.20 hours at 415.00 per hour.	\$1,328.00

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02/23/10	Review and revise stipulation and analyze issues relating to IRS stipulation on 941 taxes and draft brief of omni 37 objection (1.8); e-mails regarding valuation of personal property at headquarters in relation to Henrico County tax claim (.4) Douglas M. Foley 2.20 hours at 600.00 per hour.	\$1,320.00
02/23/10	Attention to revised employment tax settlement court filing and comments from IRS (1.4); attention to interest netting rules issue raised by client's tax representative (1.9); review property tax valuation report and analysis prepared by E&Y for client (1.7) Craig D. Bell 5.00 hours at 570.00 per hour.	\$2,850.00
02/23/10	Continue revisions to omni 37 brief and research issues regarding same and review material regarding same and e-mails with debtors' professionals regarding same (1.7); review E&Y appraisal and e-mails with client regarding same and analyze issues regarding same (.6) Daniel F. Blanks 2.30 hours at 415.00 per hour.	\$954.50
02/23/10	Research regarding legislative history of tax provisions and bankruptcy code Doris L. Morgan 1.20 hours at 150.00 per hour.	\$180.00
02/24/10	Several e-mails regarding status of resolution of various tax claims including IRS claims and Henrico County personal property tax claims and valuation issues included in omni 37 Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
02/24/10	Attention to interest netting issue raised by client's tax representative (2.2); telephone call with IRS attorney (.2); review Henrico County property tax claim materials and documents (.4); attention to same (.4) attention to miscellaneous employment tax issues raised by IRS (1.1) Craig D. Bell 5.30 hours at 570.00 per hour.	\$3,021.00
02/24/10	E-mails with IRS regarding claims and related issues and review claims, pleadings, and other items regarding same (.6); e-mails and telephone conferences regarding Henrico and resolution of claims and appraisal regarding same (.8) Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00

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02/25/10 Attention to interest netting issue and Henrico  
County property tax claims  
Craig D. Bell 4.10 hours at 570.00 per hour. \$2,337.00

02/25/10 Conference with C. Bell regarding interest  
netting and research same  
B. Ridlehoover 1.20 hours at 265.00 per hour. \$318.00

02/26/10 E-mails regarding status of final issues with  
IRS claim settlement stipulation on 941 issue  
and interest calculation  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

02/26/10 Attention to interest netting issue and  
analysis (2.9); review documents (0.8);  
telephone conference with IRS (.5); research  
restricted interest issue (.7)  
Craig D. Bell 4.90 hours at 570.00 per hour. \$2,793.00

02/26/10 Research interest netting (.9); conference with  
C. Bell and draft memorandum regarding same  
(1.3)  
B. Ridlehoover 2.20 hours at 265.00 per hour. \$583.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	12.6	\$7,560.00
Craig D. Bell	\$570.00	44.0	\$25,080.00
Daniel F. Blanks	\$415.00	14.5	\$6,017.50
Lori Michelle Scott	\$335.00	6.0	\$2,010.00
Bradley A. Ridlehoover	\$265.00	3.4	\$901.00
Doris L. Morgan	\$150.00	1.2	\$180.00
TOTAL FEES		81.7	\$41,748.50

**Re: Claims Administration**

Our File No. 2055557-0250  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/01/10 Analyze procedural issues regarding stipulation  
staying appeals (.3); analyze issues regarding  
supplemental order for omni 20 and e-mails  
regarding same (.2); continue claim objection  
resolutions and multiple e-mails regarding same  
(.3)  
Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

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02/01/10 Research issues relating to stipulations (2.7); correspond with counsel to creditors relating to stipulation and other issues regarding claims (.6); correspond with debtors and debtors' professionals regarding claims and pending objections (.7); review stipulation language and background and correspond with creditors' counsel regarding same (.8)  
Bryan A. Stark 4.80 hours at 335.00 per hour. \$1,608.00

02/01/10 Review and resolve various claims objections  
Lori Michelle Scott 2.30 hours at 335.00 per hour. \$770.50

02/02/10 Telephone call to clerk's office regarding stipulation staying appeals (.2); continue claims objection resolutions and multiple calls and e-mails regarding same and analyze documents and claims regarding same (1.6)  
Sarah B. Boehm 1.80 hours at 495.00 per hour. \$891.00

02/02/10 E-mails and telephone conferences with claimants regarding bankruptcy claims and related issues  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

02/02/10 Finalize and submit supplemental orders to omnibus objections to Court (.8); correspond with counsel to creditors regarding draft omnibus objections orders and resolution of omnibus objections (1.2); draft supplemental orders and review and analyze exhibits thereto (1.4); research claims issues and analyze proofs of claims (1.3)  
Bryan A. Stark 4.70 hours at 335.00 per hour. \$1,574.50

02/02/10 Review and resolve various objections to claims (2.1); telephone calls to creditors regarding claims objections (.6)  
Lori Michelle Scott 2.70 hours at 335.00 per hour. \$904.50

02/02/10 Review and revise tracking charts for responses to omnibus objections  
Linda J. Neilson 2.40 hours at 200.00 per hour. \$480.00

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02/03/10 E-mails regarding adjournment of late claim motions to at or after confirmation (.3); e-mails regarding Alliance and SIM (.2); e-mails regarding 502d appeal and stay (.3); e-mails regarding publication notice to states regarding rebate claims and reviewed rebate motion (.3)  
Douglas M. Foley 1.10 hours at 600.00 per hour. \$660.00

02/03/10 Analyze pleadings regarding publication notice and e-mails regarding same (.3); analyze claims and documents regarding FM Maintenance claims and analyze issues regarding same (.5); review stipulation staying appeals and e-mails regarding same (.2); e-mails with counsel regarding SDI (.2); analyze issues and e-mails regarding withdrawal of claims (.2); review and submit supplemental claim objection orders (.4); continue claim objection resolutions, analyze claims and pleadings and multiple calls and e-mails regarding same (1.3)  
Sarah B. Boehm 3.10 hours at 495.00 per hour. \$1,534.50

02/03/10 Continue resolution of claims and e-mails and telephone conferences with claimants and parties regarding same  
Daniel F. Blanks .70 hours at 415.00 per hour. \$290.50

02/03/10 Review and analyze motion on rebate program (.8); draft notice of motion (.4); correspond with debtors' professionals regarding filings, claims, and stipulations (1.6); file motion on rebate program and arrange for service of same (.5); review and analyze exhibits to orders on omnibus objections (.7); research issues regarding claims and objections thereto (1.4); draft supplemental order on omnibus objection and correspond with creditor counsel regarding same (.6); review and summarize status of pending orders on omnibus objections (.9)  
Bryan A. Stark 6.90 hours at 335.00 per hour. \$2,311.50

02/03/10 Review and resolve issues regarding claims objections  
Lori Michelle Scott .60 hours at 335.00 per hour. \$201.00

02/03/10 Review, revise and organize responses to omnibus objections  
Linda J. Neilson .70 hours at 200.00 per hour. \$140.00

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02/03/10	Analyze responses and subsequent withdrawals of responses to multiple omnibus objections (.7); e-mail status of filings to professionals (.2) Karen B. Cain .90 hours at 215.00 per hour.	\$193.50
02/04/10	Review EDC opinion and e-mails with client and debtors professionals regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
02/04/10	Prepare for and participate in telephone conference with FM Facility Maintenance and e-mails regarding same (.9); analyze claims and issues regarding omni 23 and e-mails regarding same (.5); analyze EDC opinion and multiple e-mails regarding same (.5); e-mails with counsel regarding employee pension claims and research regarding same (.3); continue claim objection resolutions and multiple calls and e-mails regarding same (1.9); finalize and submit stipulation staying appeals and multiple e-mails regarding same (.5) Sarah B. Boehm 4.60 hours at 495.00 per hour.	\$2,277.00
02/04/10	Continued resolution of claims and multiple telephone conferences and e-mails with parties regarding claims, omnibus objections and related issues and review and analyze claims, pleadings, charts, and other items regarding same and research issues regarding same Daniel F. Blanks 4.30 hours at 415.00 per hour.	\$1,784.50
02/04/10	Research issues regarding orders on omnibus claims objections (3.1); correspond with debtors professionals regarding same (.6); correspond with debtors' professionals regarding entry of supplemental orders (.4); review and analyze objections and supplemental orders to resolve issues presented (.7); correspond with debtors' professionals regarding adjournment of objection (.4) Bryan A. Stark 5.20 hours at 335.00 per hour.	\$1,742.00
02/04/10	Review and revise tracking charts for omnibus objections Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
02/05/10	Continue claim objection resolutions, review supplemental orders and multiple calls and e-mails regarding same Sarah B. Boehm 1.80 hours at 495.00 per hour.	\$891.00



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02/05/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same  
Daniel F. Blanks 5.10 hours at 415.00 per hour. \$2,116.50

02/05/10 Review and analyze settlement agreements and file with Court (2.2); draft corrected order on omnibus objection (.4); research issues and draft stipulation regarding motion for second administrative bar date (2.1); correspond with debtors' professionals regarding same (.4); review and research claims issues relating to corrected orders and tax stipulations (1.2)  
Bryan A. Stark 6.30 hours at 335.00 per hour. \$2,110.50

02/05/10 Review and revise tracking chart for responses to omnibus objections  
Linda J. Neilson 1.10 hours at 200.00 per hour. \$220.00

02/08/10 Review and submit claim orders resolving various objections (.4); continue claim objection resolutions and multiple calls and e-mails regarding same (1.4); review claims and e-mails regarding omni 68 (.4)  
Sarah B. Boehm 2.20 hours at 495.00 per hour. \$1,089.00

02/08/10 Continue resolution of claims, draft stipulations regarding same and e-mails and telephone conferences with claimants regarding same  
Daniel F. Blanks 1.80 hours at 415.00 per hour. \$747.00

02/08/10 Review and analyze claimant's requests regarding omnibus objection resolution (.8); correspond with debtor regarding same (.3); correspond with debtors' professionals regarding tax claims and omnibus objections (.5); finalize stipulation regarding second administrative bar date, correspond with debtors' professionals regarding same, submit to Court (1.2); finalize and submit supplemental order on omnibus objections to Court (.6); analyze claims and various omnibus objections and update chart accordingly (1.2); review and analyze documentation regarding warranties and correspond with debtors regarding same (.8)  
Bryan A. Stark 5.40 hours at 335.00 per hour. \$1,809.00

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02/08/10	Resolve various claims objections Lori Michelle Scott 1.20 hours at 335.00 per hour.	\$402.00
02/08/10	Review and revise omnibus objections tracking charts Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
02/09/10	E-mails regarding resolution of FM facilities maintenance claims Douglas M. Foley .20 hours at 600.00 per hour.	\$120.00
02/09/10	Prepare for and participate in telephone conference regarding settlement of FM Facility Maintenance claims and multiple e-mails regarding settlement results (.8); continue claim objection resolutions, analyze pleadings and claims, draft and revise settlement agreement and multiple calls and e-mails regarding same (2.4); analyze adjourned claims chart, late claims and e-mails regarding same (.8) Sarah B. Boehm 4.00 hours at 495.00 per hour.	\$1,980.00
02/09/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and draft stipulations regarding same and review and analyze claims, pleadings, documents and other charts regarding same Daniel F. Blanks 4.40 hours at 415.00 per hour.	\$1,826.00
02/09/10	Research priority issues relating to claims (2.5); review and analyze claims for omnibus objection (3.2); correspond with debtors regarding resolution of claims objections and providing information to claimants (.4); research issues and correspond with debtor regarding claimant (.4) draft supplemental order on omnibus objections regarding corrected exhibits (.4); correspond and follow-up with creditors regarding request for information (.3) Bryan A. Stark 7.20 hours at 335.00 per hour.	\$2,412.00
02/09/10	Update status of claims (.5); resolve objections to claims (.8) Lori Michelle Scott 1.30 hours at 335.00 per hour.	\$435.50
02/09/10	Review and revise omnibus objections tracking charts Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00

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02/10/10 Several e-mails and telephone conferences regarding status of various claim settlements and reviewed motion to establish second administrative bar date and e-mails with debtors' professionals regarding same  
Douglas M. Foley 1.90 hours at 600.00 per hour. \$1,140.00

02/10/10 Reviewed unresolved claims objection chart and conference call with debtors' professionals regarding same in preparation for meeting with client  
Douglas M. Foley 1.60 hours at 600.00 per hour. \$960.00

02/10/10 Prepare for and participate in claims call regarding resolution strategy for all outstanding omnibus objections and multiple e-mails regarding updates to adjourn chart (1.4); review claim stipulation and analyze issues regarding same (.3); analyze issues and e-mails regarding late claims and strategy regarding same (.3); e-mails regarding no liability omnibus objection (.2); e-mails regarding service of claim orders (.1); review supplemental orders resolving objections and e-mails regarding same (.4)  
Sarah B. Boehm 2.70 hours at 495.00 per hour. \$1,336.50

02/10/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, documents, and charts regarding same and research issues regarding same and prepare for and participate in telephone conference meeting regarding claims, strategies, and other items and analyze claims, pleadings, documents, charts, and other material regarding same (6.5); prepare for and participate on telephone conference regarding Chase and related items (.70).  
Daniel F. Blanks 7.20 hours at 415.00 per hour. \$2,988.00

02/10/10 Prepare for and participate in conference call regarding claims resolution (1.7); review and analyze supplemental exhibit and submit to Court (.4); review and provide comments on draft settlement agreement (.4); review documentation and communications and update claims chart (.7); review and analyze claims and corrected amounts of claims and e-mail with debtors' professionals regarding same (1.6); research claims issues and review stipulations

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(1.5); correspond with claimants' counsel regarding draft stipulations (.2)  
Bryan A. Stark 6.50 hours at 335.00 per hour. \$2,177.50

02/10/10 Prepare for and participate in conference call regarding status of claims objections (1.6); review materials related to various objections to claims and coordinate with creditors' counsel regarding same (1.3)  
Lori Michelle Scott 2.90 hours at 335.00 per hour. \$971.50

02/10/10 Prepare stipulation for FM Facility (1.1); review and revise omnibus objections tracking charts (2.1)  
Linda J. Neilson 3.20 hours at 200.00 per hour. \$640.00

02/11/10 Prepare for and participate in telephone conference with client to review status of unresolved claim matters, as well as collection items, and review agendas and spreadsheets regarding same (3.9); review McCulty stipulation and resolution (.3)  
Douglas M. Foley 4.20 hours at 600.00 per hour. \$2,520.00

02/11/10 Prepare for and participate in claims meeting, analyze documents and multiple e-mails regarding same (4.3); analyze adjourned late claims and strategy regarding resolving same (.7); continue claim objection resolutions, analyze documents, claims and pleadings and multiple calls and e-mails regarding same (.6); revise FM Facility settlement agreement and stipulation and e-mails regarding same (.5); e-mail to counsel regarding SDI settlement agreement and review same (.3)  
Sarah B. Boehm 6.40 hours at 495.00 per hour. \$3,168.00

02/11/10 Continued resolution of claims and multiple telephone conferences and e-mails with parties and claimants regarding claims omnibus objections and review and analyze claims, pleadings, and other items regarding same and research multiple issues regarding same and prepare for and participate in telephone conference regarding claims and strategies regarding same  
Daniel F. Blanks 6.20 hours at 415.00 per hour. \$2,573.00

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02/11/10	Review and analyze claims and claims amounts on claims registry (.6); conference call with debtors and debtors' professionals regarding claims and objections (2.7); correspond with creditor counsel and debtors' professionals regarding exhibits to supplemental orders and content of stipulations (.3); Bryan A. Stark 3.60 hours at 335.00 per hour.	\$1,206.00
02/11/10	Review materials relating to various objections to claims and correspond with creditors' counsel regarding same (1.4); exchange e-mails regarding same (.2) Lori Michelle Scott 1.60 hours at 335.00 per hour.	\$536.00
02/11/10	Review and revise omnibus objections tracking charts Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
02/11/10	Review database of court orders and filings (1.4); work on resolved and pending objections charts (1.7) Karen B. Cain 3.10 hours at 215.00 per hour.	\$666.50
02/12/10	Review updated adjourned claims chart, including late claims Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
02/12/10	Review stipulation regarding FM facilities maintenance, and e-mails with client regarding same Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
02/12/10	Continue claim objection resolutions, analyze claims and pleadings and multiple calls and e-mails regarding same, revise status chart regarding same (4.7); analyze issues, strategy and e-mails regarding adjourned late claims (.9); analyze claims and e-mails regarding future objections (.6) Sarah B. Boehm 6.20 hours at 495.00 per hour.	\$3,069.00
02/12/10	Multiple telephone conferences and e-mails with parties regarding resolution of claims and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same Daniel F. Blanks 5.90 hours at 415.00 per hour.	\$2,448.50

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02/12/10	Research issues regarding claims (1.1); correspond with debtors' professionals and claimants regarding supplemental orders (.4); review and analyze draft exhibits to omnibus objections (1.3) Bryan A. Stark 2.80 hours at 335.00 per hour.	\$938.00
02/12/10	Review materials relating to various objections to claims and correspond with creditors' counsel regarding same Lori Michelle Scott 1.10 hours at 335.00 per hour.	\$368.50
02/12/10	Review and revise omnibus objections charts Linda J. Neilson 1.40 hours at 200.00 per hour.	\$280.00
02/12/10	Research fifteenth omnibus objection orders and claims status (.9); review claims database for outstanding claims (1.4); work on chart of responses to objections (.4) Karen B. Cain 2.70 hours at 215.00 per hour.	\$580.50
02/13/10	Numerous e-mails with debtor's professionals regarding updated adjourned claims chart and strategy going forward Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
02/14/10	Review status of unresolved claim objections chart, and update same, and develop strategy going forward with respect to late adjourned claims and procedural objections (2.9); e-mails with debtor's professionals regarding same, and preparation for claims hearing on February 24 (.9) Douglas M. Foley 3.80 hours at 600.00 per hour.	\$2,280.00
02/14/10	Analyze issues regarding strategy for resolving late claims and e-mails regarding same (.4); analyze issues and e-mails regarding Wimmer motion to amend claim regarding pension benefits (.3) Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
02/15/10	Review and update omnibus unresolved claim objections chart, and analyze issues regarding same in preparation for February 24 hearing, and review several stipulations regarding resolutions of various claims (2.8); e-mails regarding status of resolution of late claim motions and objections to late claims (.4) Douglas M. Foley 3.20 hours at 600.00 per hour.	\$1,920.00

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02/15/10 Prepare for and participate in claims meeting regarding status of adjourned claims and strategy for resolving same and update status chart regarding same (1.7); analyze issues and e-mails regarding supplemental orders on late claims (.6); continue claim objection resolutions and multiple calls and e-mails regarding same and analyze documents, claims and pleadings and revise adjourn chart regarding same (3.3); analyze Wimmer claims and motion to amend and e-mails regarding same (.6)  
Sarah B. Boehm 6.20 hours at 495.00 per hour. \$3,069.00

02/15/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, documents and charts regarding same and research issues regarding same (4.2); e-mails and telephone conferences with late claimants and movants regarding claims and hearings and related issues and review documentation regarding same (1.2)  
Daniel F. Blanks 5.40 hours at 415.00 per hour. \$2,241.00

02/15/10 Review and research administrative bar date issues (.8); correspond with debtors' professionals regarding same (.3); prepare for and participate in conference call regarding claims and claims objections (2.1); review and analyze chart of adjourned objections to late claims (.5); review and update stipulation to include all omnibus objections to claimants' claims (1.7); correspond with creditors regarding resolution of objections to claims (.3); research issues and omnibus objections and resolutions of same (.4)  
Bryan A. Stark 6.10 hours at 335.00 per hour. \$2,043.50

02/15/10 Review, revise and circulate responses to omnibus objections chart (2.6); research and prepare stipulation for Audiovox claims (1.5)  
Linda J. Neilson 4.10 hours at 200.00 per hour. \$820.00

02/15/10 Review electronic claims database (.9); review omnibus objection orders for claims status (1.1); work on exhibit of responses for agenda (2.3)  
Karen B. Cain 4.30 hours at 215.00 per hour. \$924.50

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02/16/10	Telephone conference and e-mails with creditors counsel regarding status of stipulation on Alliance and SIM Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
02/16/10	Draft and revise omni 66 regarding reclassification of equity claims to interests and analyze claims regarding same (1.3); draft and submit multiple orders resolving omnibus objections and multiple calls and e-mails regarding same (.9); analyze and revise agenda regarding various claim matters and multiple calls and e-mails regarding same (.7); analyze issues and strategy regarding various late claims (.5); e-mails regarding SDI stipulation and response deadline (.2); continue claim objection resolutions and analyze documents and multiple calls and e-mails regarding same (2.6) Sarah B. Boehm 6.10 hours at 495.00 per hour.	\$3,019.50
02/16/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties, claimants, and debtors' professionals regarding same and review and analyze claims, pleadings, charts, documents and other items regarding same and research issues regarding same Daniel F. Blanks 4.70 hours at 415.00 per hour.	\$1,950.50
02/16/10	Review and analyze receivables support as to claimants (.8); finalize and submit supplemental orders omnibus objections (.4); correspond with creditor counsel regarding same (.2); review status of draft stipulations and correspond with counsel regarding same (.5); research documentation underlying proofs of claim and correspond with creditors' counsel and debtors regarding same (.7); review and analyze claims for future omnibus objections (1.2) Bryan A. Stark 3.80 hours at 335.00 per hour.	\$1,273.00
02/16/10	Research issues regarding late claims (3.3); exchange e-mails regarding same (.1); draft supplemental order on omni claims objection (.3); exchange e-mails regarding same (.1) Lori Michelle Scott 3.80 hours at 335.00 per hour.	\$1,273.00
02/16/10	Review and prepare stipulation for OmniMount Linda J. Neilson 1.90 hours at 200.00 per hour.	\$380.00



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02/16/10	Review orders to omnibus objections for claims status (2.1); work on chart of omnibus objection responses for agenda (3.7) Karen B. Cain 5.80 hours at 215.00 per hour.	\$1,247.00
02/17/10	Reviewed list relating to late claim objections and withdrawals and analyzed issues regarding same (1.3); e-mails with creditors regarding status of claim resolution and hearings set for February 24 (.9); review and revise claims waterfall and e-mails regarding same (.4) Douglas M. Foley 2.60 hours at 600.00 per hour.	\$1,560.00
02/17/10	Analyze supplemental claim orders and exhibits and multiple calls and e-mails regarding same and submit multiple orders (1.4); finalize and file omni 66 regarding equity claims and multiple calls and e-mails regarding same (.9); review entered orders and multiple e-mails regarding same (.3); analyze and revise exhibit to agenda regarding adjourned claims status and multiple calls and e-mails regarding same and analyze documents and claims regarding same (1.6); review and revise agenda and multiple e-mails regarding same (.4); continue claim objection resolutions and analyze documents and multiple calls and e-mails regarding same (1.4) Sarah B. Boehm 6.00 hours at 495.00 per hour.	\$2,970.00
02/17/10	Continued resolution of claims and multiple telephone conferences and e-mails with claimants and debtors' professionals regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research multiple issues regarding same and update and draft omni claim orders and other material regarding same Daniel F. Blanks 8.40 hours at 415.00 per hour.	\$3,486.00
02/17/10	Draft supplemental orders on omnibus objections (.6); review and analyze chart and correspond with debtors' professionals regarding submission of supplemental orders (.5); draft omnibus objections to claims and notices thereof (2.1); correspond with debtors' professionals regarding stipulation language (.3); correspond with debtors' professionals regarding future omnibus objections and status of same (.6); review and analyze exhibits to	

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	omnibus objections and provide debtors' professionals with comments and changes (.8)		
	Bryan A. Stark 4.90 hours at 335.00 per hour.		\$1,641.50
02/17/10	Review materials relating to claims objections and draft supplemental orders accordingly		
	Lori Michelle Scott 2.60 hours at 335.00 per hour.		\$871.00
02/17/10	Work on omnibus agenda exhibit revisions (2.3); review claims and filing database for status (.9)		
	Karen B. Cain 3.20 hours at 215.00 per hour.		\$688.00
02/18/10	Numerous e-mails regarding status of settlement stipulations and reviewed and analyzed same (1.8); review and revise pleadings and exhibits regarding next round of omnibus claim objections and e-mails with debtors' professionals and client regarding same (1.2)		
	Douglas M. Foley 3.00 hours at 600.00 per hour.		\$1,800.00
02/18/10	Analyze and revise exhibit to agenda regarding status of multiple matters (1.7); revise, finalize and submit multiple claim objection orders and analyze exhibits regarding same (2.4); review stipulations for filing and e-mails regarding same (.4); review notices of going forward on merits for multiple claimants and e-mails regarding same (.4); analyze and revise agenda regarding status of claim matters (.7); analyze adjourned claims chart and e-mails regarding same (.7); analyze new claim objections and e-mails regarding same (.5); continue claim objection resolutions, analyze documents and multiple calls and e-mails regarding same (.8)		
	Sarah B. Boehm 7.60 hours at 495.00 per hour.		\$3,762.00
02/18/10	Continue resolution of claims and telephone conferences and review and analyze claims, pleadings, documents and charts regarding same and research multiple issues regarding same and draft and revise stipulations regarding same		
	Daniel F. Blanks 5.40 hours at 415.00 per hour.		\$2,241.00
02/18/10	Correspond with creditors' counsel and debtors' professionals regarding draft stipulations and supplemental orders (.5); review and analyze claims chart for completeness (.5); finalize and file notices of stipulations resolving		

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various claims and omnibus objections (1.2);  
correspond with debtors regarding pending  
stipulations and other claims matters (.8);  
review correspondence and supplemental orders  
pending entry on docket (.4); correspond with  
debtors and creditor counsel regarding  
receivables information (.4); review and  
analyze same (.5); review and submit consent  
order and correspond with debtors'  
professionals regarding same (.2); review and  
analyze claims and draft omnibus objections  
(1.1); correspond with debtors' professionals  
regarding same (.7)

Bryan A. Stark 6.30 hours at 335.00 per hour. \$2,110.50

02/18/10 Review materials relating to various claims  
objections and correspond with creditors'  
counsel regarding same

Lori Michelle Scott 1.80 hours at 335.00 per hour. \$603.00

02/18/10 Review and revise tracking charts for omnibus  
objections

Linda J. Neilson 2.10 hours at 200.00 per hour. \$420.00

02/18/10 Analyze responses to omnibus objections and  
comparison with pending claims (1.1); work on  
exhibit to omnibus hearing agenda (2.1)

Karen B. Cain 3.20 hours at 215.00 per hour. \$688.00

02/19/10 E-mails regarding status of various settlements  
of claim objections and status of stipulations  
resolving procedural objections

Douglas M. Foley 1.60 hours at 600.00 per hour. \$960.00

02/19/10 Analyze, revise, finalize and file agenda and  
exhibit regarding adjourned claims and multiple  
calls and e-mails regarding status of multiple  
matters and claim stipulations (3.8); review  
new omnibus objections and e-mails regarding  
same (.5); analyze e-mails regarding  
administrative claims bar date publication  
(.3); review entered orders regarding claim  
objections and e-mails regarding same (.4);  
review and revise adjourn claim chart and  
multiple calls and e-mails regarding same (.7);  
continue claim objection resolutions and  
analyze documents and multiple calls and  
e-mails regarding same (1.1)

Sarah B. Boehm 6.80 hours at 495.00 per hour. \$3,366.00

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02/19/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and research multiple issues regarding same and review and analyze claims, pleadings, charts, and other documentation regarding same and draft stipulations and other documents regarding same and draft omnibus objections to claims and review claims, objections, and other material regarding same and file same with court  
Daniel F. Blanks 3.20 hours at 415.00 per hour. \$1,328.00

02/19/10 Draft stipulation and update draft stipulations resolving omnibus objections (1.4); correspond with debtors' professionals regarding draft stipulations and claims resolution (.4); correspond with debtors' professionals regarding service of order approving second administrative bar date (.5); draft notices of hearing on merits regarding omnibus objections for certain claims and file on docket (.6); update and finalize omnibus objections exhibits and orders thereto and file file (2.3); telephone call and correspond with debtors' professionals regarding same (1.0); review and analyze discovery requests and correspond with debtors' professionals regarding same (.6)  
Bryan A. Stark 6.80 hours at 335.00 per hour. \$2,278.00

02/19/10 Review documentation regarding various claims and negotiate with opposing counsel regarding same  
Lori Michelle Scott 1.80 hours at 335.00 per hour. \$603.00

02/19/10 Review and revise omnibus objections charts  
Linda J. Neilson 1.70 hours at 200.00 per hour. \$340.00

02/19/10 Work on exhibit to agenda of pending responses to omnibus objections (5.7); work on chart of responses to omnibus objections (.6)  
Karen B. Cain 6.30 hours at 215.00 per hour. \$1,354.50

02/20/10 Draft cover letters for discovery requests and arrange for delivery of same  
Bryan A. Stark 1.10 hours at 335.00 per hour. \$368.50

02/21/10 Reviewed e-mails regarding status of various claim objections and withdrawals and reviewed stipulations regarding certain resolve claims  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

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02/22/10	Review pleadings for summary judgment on various claims including Franklin Spencer Wilson, and supplemental objection and summary judgment pleadings relating to Robert Gentry claims, and debtors' omnibus reply to 56 omnibus objection to certain employee claims, and analyze issues regarding same Douglas M. Foley 2.80 hours at 600.00 per hour.	\$1,680.00
02/22/10	Analyze unresolved claims and strategy going forward and prepare for and participate in claims call regarding same (1.8); analyze and revise adjourned claims chart and e-mails regarding same (.8); analyze equity claims regarding omni's 15 and 16 going forward on merits, prepare for hearing regarding same and draft correspondence to court regarding copies of claims (1.3); e-mails with FTI regarding adjourned claims, orders and chart for status hearing (.6); finalize and submit supplemental order regarding omni 50 and e-mails regarding same (.3); review entered orders and e-mails regarding same (.3); analyze claims registry and e-mails with KCC regarding updates to same (.4); continue claim objection resolutions and multiple calls and e-mails regarding same (1.6); analyze correspondence, pleadings and claims (1.2) Sarah B. Boehm 8.30 hours at 495.00 per hour.	\$4,108.50
02/22/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research multiple issues regarding same and update charts regarding same and prepare supplemental orders regarding same Daniel F. Blanks 5.30 hours at 415.00 per hour.	\$2,199.50
02/22/10	Conference call regarding claims and resolution thereof (.6); research issues relating to notice for summary judgment motions (.4); review, prepare for filing and file summary judgment motion on omnibus objection (.9); correspond with debtors' professionals regarding same (.3) Bryan A. Stark 2.20 hours at 335.00 per hour.	\$737.00
02/22/10	Review and revise tracking charts for omnibus objections Linda J. Neilson 4.40 hours at 200.00 per hour.	\$880.00

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02/23/10 Review supplemental memorandum opinion on 502(d) objections and analyzed issues regarding same (.9); e-mails regarding pro se filings and orders withdrawing various objections and scheduling hearing regarding motion to reconsider (.4); review South Peak stipulation (.3); review pleadings regarding summary judgment on various claims and timing of filing same and e-mails regarding timing of filing same (.7)  
Douglas M. Foley 2.30 hours at 600.00 per hour. \$1,380.00

02/23/10 E-mails regarding omnibus objections filed last week and status of additional omni's to be filed (.3); review entered claim orders and e-mails regarding same (.3); analyze B. Senator motion for reconsideration and multiple e-mails regarding adjourned claims (.3); e-mails regarding claims status chart for hearing (.3); multiple calls and e-mails regarding status of various claim matters for status hearing tomorrow and prepare for hearings regarding same (1.4)  
Sarah B. Boehm 2.60 hours at 495.00 per hour. \$1,287.00

02/23/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research multiple issues regarding same  
Daniel F. Blanks 5.60 hours at 415.00 per hour. \$2,324.00

02/23/10 Correspond with debtors' professionals and Court regarding motion to reconsider (.4); correspond with creditors' counsel regarding status of and questions relating to draft stipulation (.3); correspond with creditor's counsel regarding finalized stipulation and other claims matters (.3); draft notice of stipulation and file stipulation (.7); review and analyze chart of stipulations and provide comments (.6); review and analyze accounts receivable information and forward same to creditor (.6)  
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

02/23/10 Review and revise omnibus objections charts  
Linda J. Neilson 1.80 hours at 200.00 per hour. \$360.00

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- 02/23/10 E-mail to and from professionals regarding potential claims settlement (.9); work on exhibit to omnibus objection hearing agenda (4.8)  
Karen B. Cain 5.70 hours at 215.00 per hour. \$1,225.50
- 02/24/10 Review and revise several claim resolution stipulation and analyzed issues regarding same and e-mails with creditors' counsel, debtors' professionals, and clients regarding same (2.4); reviewed summary judgment pleadings relating to various legal issues on claim objections (.6); reviewed omnibus claim objection response chart in preparation for claims meeting with client and agendas regarding same (.2)  
Douglas M. Foley 3.20 hours at 600.00 per hour. \$1,920.00
- 02/24/10 Analyze claim objections, claims and status of claim matters, prepare for and participate in omnibus hearing regarding claims (3.3); prepare for and participate in telephone conference regarding status of various vendor claim matters and letter campaign (1.2); analyze and revise claim status chart and multiple e-mails with FTI regarding same (.7); e-mails regarding new claim orders and resolution of various claims (.8); review and revise letter to PCAOB regarding waiver of fees and disallowance of claim (.3); analyze FTI unresolved claims detail and adjourned claims chart (.8); review settlement stipulations and related documents and e-mails for filing (.8)  
Sarah B. Boehm 7.90 hours at 495.00 per hour. \$3,910.50
- 02/24/10 Continue resolution of claims and multiple telephone conferences and e-mails with creditors, claimants and debtors' professionals regarding same and review and analyze claims, pleadings, notices, and charts regarding same and research issues regarding same and draft orders regarding same (4.8); draft stipulation and order regarding OmniMount and e-mails with opposing counsel regarding same (.90)  
Daniel F. Blanks 5.70 hours at 415.00 per hour. \$2,365.50
- 02/24/10 Review and analyze draft supplemental orders on omnibus objections and correspond with debtors' professionals regarding same (.5); review and analyze contracts relating to omnibus objections to claims (.7); review preference

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analysis for creditor and forward same to creditor for review (.4); review, finalize and file notices of settlement and stipulation (1.1); correspond with debtors' professionals regarding same (.3); research local rules issue and correspond with debtors' professionals regarding same (.4); review and incorporate edits into draft stipulation and correspond with debtors' professionals regarding stipulation language (.7)  
Bryan A. Stark 4.10 hours at 335.00 per hour. \$1,373.50

02/24/10 Review and revise omnibus objections tracking charts  
Linda J. Neilson 1.90 hours at 200.00 per hour. \$380.00

02/25/10 Reviewed and updated unresolved omnibus claim objection chart and prepared for and participated in meeting with client regarding status of claims resolution, and pending litigation claims and account receivable actions and demand letters (3.8); reviewed motions for partial summary judgment regarding class action litigation claims and supplemental objections regarding same and several e-mails with debtors' professionals regarding same (1.8)  
Douglas M. Foley 5.60 hours at 600.00 per hour. \$3,360.00

02/25/10 Prepare for and participate in claims meeting with company regarding status of ongoing matters and strategy regarding same (4.4); review adjourned claims chart and analyze issues regarding same (.4); analyze and finalize multiple motions for summary judgment regarding pending claim objections and multiple e-mails regarding same (1.7); analyze issues and e-mails regarding demand letter extension (.2)  
Sarah B. Boehm 6.70 hours at 495.00 per hour. \$3,316.50



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02/25/10 Prepare for and participate in meeting regarding claims and other items and multiple conferences, e-mails regarding same and review items regarding same (5.2); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other items regarding same (2.4); e-mails regarding summary judgment papers and briefs and strategies regarding same (.60)  
Daniel F. Blanks 8.20 hours at 415.00 per hour. \$3,403.00

02/25/10 Prepare for and participate in conference call with Debtors and debtors' professionals (2.1); draft notices for, finalize and file summary judgment motions and supplements to objections (3.4)  
Bryan A. Stark 5.50 hours at 335.00 per hour. \$1,842.50

02/25/10 Phone call with counsel regarding claims objections (.4); exchange e-mails regarding same (.1)  
Lori Michelle Scott .50 hours at 335.00 per hour. \$167.50

02/26/10 Analyze issues and e-mails regarding orders from omnibus hearing (.4); analyze issues, e-mails and pleadings for filing regarding supplemental objections related to motions for summary judgment (1.4); review entered orders and e-mails regarding same (.2); review and revise claim stipulations and e-mails regarding same (.4)  
Sarah B. Boehm 2.40 hours at 495.00 per hour. \$1,188.00

02/26/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research multiple issues regarding same and draft orders and supplemental orders regarding same  
Daniel F. Blanks 4.40 hours at 415.00 per hour. \$1,826.00

02/26/10 Finalize and file summary judgment motions and supplements to objections  
Bryan A. Stark 1.80 hours at 335.00 per hour. \$603.00

02/26/10 Revise omnibus objections charts  
Linda J. Neilson 1.80 hours at 200.00 per hour. \$360.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	41.3	\$24,780.00

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Sarah B. Boehm	\$495.00	94.9	\$46,975.50
Daniel F. Blanks	\$415.00	92.4	\$38,346.00
Bryan A. Stark	\$335.00	98.9	\$33,131.50
Lori Michelle Scott	\$335.00	24.2	\$8,107.00
Karen B. Cain	\$215.00	35.2	\$7,568.00
Linda J. Neilson	\$200.00	32.9	\$6,580.00
<b>TOTAL FEES</b>		<b>419.8</b>	<b>\$165,488.00</b>

**Re: Disclosure Statement and Plan**

Our File No. 2055557-0270  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/02/10 Revise, finalize and file notice of continued confirmation hearing and multiple e-mails regarding same  
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

02/25/10 Draft and revise notice of continued confirmation and e-mails regarding same  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

02/25/10 File notice of confirmation hearing on plan and arrange for service  
Bryan A. Stark .30 hours at 335.00 per hour. \$100.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	0.7	\$346.50
Bryan A. Stark	\$335.00	0.3	\$100.50
<b>TOTAL FEES</b>		<b>1.0</b>	<b>\$447.00</b>

**Re: Employee Benefits/Pensions**

Our File No. 2055557-0280  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/10/10 QDRO review and proposed PA letter for D. Cagwin and e-mail to H. Merten regarding same  
Elizabeth A. Diller .80 hours at 300.00 per hour. \$240.00

02/19/10 Analyze 401(k) plan administration compliance regarding benefit distribution prior to issuance of D. Cagwill qualified domestic relations order  
Elizabeth A. Diller 2.70 hours at 300.00 per hour. \$810.00

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02/24/10 Draft proposed response to D. Cagwin domestic relations order for 401(k) plan and e-mail to H. Merten regarding administrative procedures Elizabeth A. Diller 2.60 hours at 300.00 per hour. \$780.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Elizabeth A. Diller	\$300.00	6.1	\$1,830.00
TOTAL FEES		6.1	\$1,830.00

**Re: Intellectual Property Matters**

Our File No. 2055557-0310  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

02/02/10 Send e-mail to J. Preas and D. Miller summarizing status of 800.COM marks in Ecuador and Uruguay Douglas B. Smith .50 hours at 320.00 per hour. \$160.00

02/16/10 Receive notices of abandonment from USPTO for THE SOURCE BY CIRCUIT CITY marks (.1); note to D. Smith regarding same (.1) Kymberleigh B. Gokey .20 hours at 175.00 per hour. \$35.00

02/24/10 Receive and review notice of abandonment of marks THE SOURCE BY CIRCUIT CITY and e-mail to J. Preas and D. Miller attaching notices Douglas B. Smith .40 hours at 320.00 per hour. \$128.00

02/24/10 Prepare correspondence to client with regards to abandonment of marks THE SOURCE BY CIRCUIT CITY (.2); e-mail same to D. Smith (.1). Kymberleigh B. Gokey .30 hours at 175.00 per hour. \$52.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas B. Smith	\$320.00	0.9	\$288.00
Kymberleigh B. Gokey	\$175.00	0.5	\$87.50
TOTAL FEES		1.4	\$375.50

Disbursements and Other Expenses:

Copy Charges \$5.30  
Pacer Research \$36.88

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	Long Distance Telephone Charges	\$133.40
01/28/10	GENESYS CONFERENCING, INC. - Conference call hosted by B. Stark on 01/28/2010	\$15.58
01/28/10	GENESYS CONFERENCING, INC. - Conference call hosted by D. Foley on 01/28/2010	\$5.81
02/02/10	COOK & WILEY, INC. - Deposition of Jo-Ann Keech-Barker	\$495.80
02/04/10	J&J COURT TRANSCRIBERS, INC. - Professional services - Federal Court 14-Day (12/7 and 12/21)	\$327.25
02/04/10	LASERSHIP INC - Delivery from MW Richmond to The Jefferson Hotel 1/13/10	\$14.02
02/04/10	GENESYS CONFERENCING, INC. - Conference call hosted by D. Foley on 02/04/2010	\$9.89
02/05/10	DOUGLAS M. FOLEY - Travel to Richmond for court hearing and meetings with client 1/24 and 1/27; hotel, meals, mileage	\$494.43
02/09/10	FedEx Priority Overnight to Glen Allen, VA - Tracking #: 439495727063	\$7.75
02/09/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 02/09/2010	\$6.94
02/10/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 02/10/2010	\$22.52
02/11/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 439495727810	\$13.76
02/11/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 02/11/2010	\$165.69
02/11/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 02/11/2010	\$37.46
02/16/10	SARAH B. BOEHM - Van service to and from bankruptcy court for Omni hearing 1/14	\$334.50
02/17/10	DOUGLAS M. FOLEY - Attend Omni hearing 2/10; hotel, meal, rental car, cab	\$430.62
02/20/10	FedEx Priority Overnight to Gahanna, OH - Tracking #: 439495731397	\$28.72
02/20/10	FedEx Priority Overnight to PORT Jefferson State, NY - Tracking #: 439495731364	\$27.53
02/20/10	FedEx Priority Overnight to Flushing, NY - Tracking #: 439495731375	\$27.53
02/20/10	FedEx Priority Overnight to Tampa, FL - Tracking #: 439495731386	\$26.54
02/24/10	J&J COURT TRANSCRIBERS, INC. - Professional services - Federal Court 14-Day on 1/28/2010	\$34.00
	TOTAL EXPENSES	\$2,701.92

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Summary of Fees and Expenses:

Total Fees for all Matters: \$274,349.00

Total Expenses for all Matters: \$2,701.92

Total for this Invoice: \$277,050.92



Douglas M. Foley  
(804) 775-1150

One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030

April 9, 2010

REMITTANCE COPY  
PLEASE RETURN WITH PAYMENT  
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91239900

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$148,535.02  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:	
Current Fees:	\$324,776.00
Current Disbursements:	<u>\$6,750.79</u>
Current Invoice Total:	<u>\$331,526.79</u>

Total Balance Due:	<u><u>\$480,061.81</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP  
Attn: Accounts Receivable  
901 E. Cary Street  
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Douglas M. Foley  
(804) 775-1150

One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030

April 9, 2010

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

Bill Through: 03/31/10

INVOICE NO. 91239900

TAX ID NO. 54-0505857

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

Re: General Case Administration

Our File No.	2055557-0010
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

03/01/10	Monitor creditor hotline regarding W-2's Nancy S. von Bargaen .10 hours at 240.00 per hour.	\$24.00
03/01/10	Prepare response to subpoena request Linda J. Neilson .30 hours at 200.00 per hour.	\$60.00
03/02/10	Review and revise March 8th agenda and e-mails with debtors' professionals regarding same Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
03/02/10	Analyze improperly docketed orders and e-mails with clerk's office regarding same Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50
03/02/10	Prepare responses to subpoenas (.7): review draft 3/8/10 hearing agenda (1.1) Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
03/02/10	Review proposed agenda for pending omnibus objection hearing issues Karen B. Cain 2.10 hours at 215.00 per hour.	\$451.50

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03/03/10	Review, revise and update agenda for March 8th hearing Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
03/03/10	Analyze issues and e-mails regarding affidavits regarding second administrative bar dates (.2); analyze issues and multiple e-mails regarding retention of ordinary course professional (.3); analyze and revise agenda and multiple calls and e-mails regarding status of various matters (.8) Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
03/03/10	Review and analyze docket for March 8 omnibus hearing and provide edits on same Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
03/03/10	Assist with agenda preparation (.9); review claims database for status of pending omnibus objection responses (1.1); e-mail to and from professionals regarding pending matters (.8) Karen B. Cain 2.80 hours at 215.00 per hour.	\$602.00
03/04/10	Review, revise and update agenda for March 8th hearing (.4); review pleadings for matters on for hearing on March 8th and begin to prepare for same and analyze issues regarding same (.7) Douglas M. Foley 1.10 hours at 600.00 per hour.	\$660.00
03/04/10	E-mails with D. Nagle regarding ordinary course professional retention (.1); analyze and revise agenda regarding various matters (.4); multiple calls and e-mails regarding status of various orders (.4) Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50
03/04/10	Correspond with counsel regarding adjourning of hearing (.3); review and analyze draft agenda and correspond with debtors' professionals regarding updates to same (.4) Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
03/04/10	Review and revise 3/8/10 hearing agenda (.8); prepare documents for 3/8/10 hearing (1.2) Linda J. Neilson 2.00 hours at 200.00 per hour.	\$400.00
03/05/10	Review and finalized agenda for March 8th hearings and continued preparation for same Douglas M. Foley 1.50 hours at 600.00 per hour.	\$900.00



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03/05/10	Multiple calls and e-mails regarding status of various matters, revise, finalize and file agenda and multiple calls and e-mails regarding same Sarah B. Boehm 1.80 hours at 495.00 per hour.	\$891.00
03/05/10	Review and revise agenda for March 8 hearing and e-mails with debtors' professionals regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
03/05/10	Monitor creditor hotline regarding W-2's (.2); chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.2) Nancy S. von Barga .60 hours at 240.00 per hour.	\$144.00
03/05/10	Revise and prepare 3/8/10 hearing agenda for filing (1.6); prepare documents for 3/8/10 hearing (1.4) Linda J. Neilson 3.00 hours at 200.00 per hour.	\$600.00
03/07/10	Review, organize and prepare responses to garnishment requests Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
03/08/10	Continued preparation for and attend hearings on March 8th on various matters including employment and compensation, claims matters, and executory contract matters and meetings with client and debtors' professionals regarding same Douglas M. Foley 6.40 hours at 600.00 per hour.	\$3,840.00
03/08/10	Revise, finalize and submit multiple orders regarding matters from omnibus hearing and multiple calls and e-mails regarding same (1.2); review ordinary course professional affidavit regarding Asset Management and e-mails regarding same (.4) Sarah B. Boehm 1.60 hours at 495.00 per hour.	\$792.00
03/08/10	Multiple telephone conferences and e-mails with parties regarding March 8, 2010 omnibus hearing and review material regarding same and update debtors' professionals regarding status of pending matters and other related issues Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00

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03/08/10	Monitor creditor hotline regarding W-2's (.1); chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.2) Nancy S. von Bargen .50 hours at 240.00 per hour.	\$120.00
03/08/10	Assist with hearing preparations (3.1); prepare issues binders (1.9); e-mail to and from court reporter and professionals regarding hearing transcript (.2) Karen B. Cain 5.20 hours at 215.00 per hour.	\$1,118.00
03/09/10	Draft, revise and submit orders regarding Ryan and others regarding March 8, 2010 omnibus hearing and e-mails with clerk's office regarding same Daniel F. Blanks 1.50 hours at 415.00 per hour.	\$622.50
03/09/10	Work on documents for hearing (1.7); review and revise professionals' hearing binders (.9); research issues for professionals (.7) Karen B. Cain 3.30 hours at 215.00 per hour.	\$709.50
03/10/10	Review docket, prepare and circulate list of 3/18/10 hearing items Linda J. Neilson 1.40 hours at 200.00 per hour.	\$280.00
03/11/10	Review preliminary agenda for March 18th hearing date and e-mails with debtors' professionals regarding same Douglas M. Foley 1.10 hours at 600.00 per hour.	\$660.00
03/11/10	Review and organize requests for garnishments and subpoenas Linda J. Neilson 1.50 hours at 200.00 per hour.	\$300.00
03/12/10	Review draft of agenda for March 18, 2010 hearing and revise same (1.2); e-mails with debtors' professionals regarding summary of matters and status of same for CRO (.4) Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00
03/12/10	Monitor creditor hotline regarding W-2's (.1); chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.2) Nancy S. von Bargen .50 hours at 240.00 per hour.	\$120.00
03/15/10	Review and revise omnibus hearing claim agenda and Exhibit A for hearings on March 18th Douglas M. Foley 1.40 hours at 600.00 per hour.	\$840.00

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03/15/10	Review, analyze and revise agenda for March 18, 2010 and review docket and related items regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
03/15/10	Review and provide comments on agenda for omnibus hearing date (.6); finalize agenda, file and arrange for service of same (.5) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50
03/15/10	Review, revise, circulate and prepare March 18, 2010 hearing agenda and exhibit for filing Linda J. Neilson 4.30 hours at 200.00 per hour.	\$860.00
03/16/10	Prepare documents for March 18, 2010 hearing Linda J. Neilson 2.30 hours at 200.00 per hour.	\$460.00
03/17/10	Analyze and revise agenda for March 25, 2010 hearing and multiple e-mails regarding status of matters Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
03/17/10	Multiple e-mails and telephone conferences with parties regarding March 18, 2010 omnibus hearing and related issues Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
03/17/10	Monitor creditor hotline regarding W-2's (.2); chart telephone calls and issues to be resolved (.2) Nancy S. von Bargaen .40 hours at 240.00 per hour.	\$96.00
03/17/10	Review 3/25/10 hearing agenda Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
03/18/10	Prepare for and participate in omnibus hearing and prepare and submit orders regarding same Daniel F. Blanks 2.50 hours at 415.00 per hour.	\$1,037.50
03/18/10	Chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.4) Nancy S. von Bargaen .60 hours at 240.00 per hour.	\$144.00
03/18/10	Telephone calls regarding employment verification (.6); research pending claims and responses to omnibus objections (1.2); work on omnibus hearing binders (.9) Karen B. Cain 2.70 hours at 215.00 per hour.	\$580.50

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03/19/10	Analyze and revise agenda, review pleadings and multiple calls and e-mails regarding same (.8); e-mails regarding turnover of 401(k) funds and entry of order regarding same (.2) Sarah B. Boehm 1.00 hours at 495.00 per hour.	\$495.00
03/19/10	Update and revise hearing agenda for March 25, 2010 hearing and e-mails with debtors' professionals regarding same Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
03/19/10	Review and analyze draft agenda and provide comments on same Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
03/22/10	Review and revise agenda for hearings on March 25, 2010 and e-mails with debtors' professionals and creditors counsel regarding same Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
03/22/10	Analyze, revise, finalize and file agenda and multiple calls and e-mails regarding status of multiple matters for March 25, 2010 omnibus hearing (1.8); analyze issues and e-mails regarding retention of ordinary course professional (.2) Sarah B. Boehm 2.00 hours at 495.00 per hour.	\$990.00
03/22/10	Review and analyze file proposed hearing agenda for March 25, 2010 and update statuses regarding same and e-mails with parties regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
03/22/10	Respond to inquiry regarding Circuit City (.3); review agenda and correspond regarding same (.3) Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
03/22/10	Review, revise and prepare March 25, 2010 hearing agenda for filing Linda J. Neilson 2.90 hours at 200.00 per hour.	\$580.00
03/23/10	Chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.3) Nancy S. von Barga .50 hours at 240.00 per hour.	\$120.00
03/23/10	Prepare documents for March 25, 2010 hearing Linda J. Neilson 2.20 hours at 200.00 per hour.	\$440.00

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03/24/10	Work on preparation of appellee designation binders Karen B. Cain 2.80 hours at 215.00 per hour.	\$602.00
03/25/10	Meeting with client and co-counsel and prepared for and attend and participated in evidentiary hearings on March 25 on numerous matters including claim objections and late claims Douglas M. Foley 6.70 hours at 600.00 per hour.	\$4,020.00
03/25/10	Analyze issues and e-mails regarding personnel files Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
03/25/10	Prepare for and participate in omnibus hearing and e-mails and telephone conferences with parties regarding inquiries regarding hearing Daniel F. Blanks 2.90 hours at 415.00 per hour.	\$1,203.50
03/25/10	Review and respond to requests for garnishments and subpoenas Linda J. Neilson 1.10 hours at 200.00 per hour.	\$220.00
03/25/10	Review appellee designations of items for record in multiple appeals (1.7); prepare appellee record binders (2.3); assist with omni hearing preparations (.9) Karen B. Cain 4.90 hours at 215.00 per hour.	\$1,053.50
03/26/10	Analyze issues regarding personnel file requirements and e-mails regarding same Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
03/26/10	Review and file affidavits of service Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
03/29/10	Review docket and prepare list of April 6, 2010 hearing items Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00
03/30/10	Begin review of hearing agenda for April 6 and analyze issues regarding same and e-mails with debtors' professionals regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
03/30/10	Handle issues and review notice regarding change of address (.2); review agenda and e-mails regarding status of various matters (.2) Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	23.7	\$14,220.00
Sarah B. Boehm	\$495.00	10.9	\$5,395.50
Daniel F. Blanks	\$415.00	12.8	\$5,312.00
Bryan A. Stark	\$335.00	4.2	\$1,407.00
Nancy S. von Bargaen	\$240.00	3.7	\$888.00
Karen B. Cain	\$215.00	23.8	\$5,117.00
Linda J. Neilson	\$200.00	26.1	\$5,220.00
	<b>TOTAL FEES</b>	<b>105.2</b>	<b>\$37,559.50</b>

Our File No. 2055557-0020  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/01/10	Analyze and revise pleadings for filing and e-mails regarding retention of CRO and related issues			
	Sarah B. Boehm	.40 hours at	495.00 per hour.	\$198.00
03/03/10	Review Board materials in preparation for Board call on March 4th			
	Douglas M. Foley	.70 hours at	600.00 per hour.	\$420.00
03/04/10	Prepared for an participated in telephonic Board meeting regarding status of wind down, retention of CRO, and resolution of incentive program as to J. Markum			
	Douglas M. Foley	.90 hours at	600.00 per hour.	\$540.00

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03/08/10 Conference with client regarding transition to CRO and modifications to wind down team and processes going forward (.7); analyze issues relating to professional staffing compensation going forward (.4)  
Douglas M. Foley 1.10 hours at 600.00 per hour. \$660.00

03/11/10 E-mails regarding Board of Directors meeting and transition issues with A. Siegel  
Douglas M. Foley .60 hours at 600.00 per hour. \$360.00

03/12/10 Draft and revise memorandum to CRO of unresolved matters, status and strategy and multiple e-mails regarding same  
Sarah B. Boehm 1.60 hours at 495.00 per hour. \$792.00

03/16/10 Revise and finalize memorandum of matters to CRO and e-mails regarding same  
Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	3.3	\$1,980.00
Sarah B. Boehm	\$495.00	2.7	\$1,336.50
TOTAL FEES		6.0	\$3,316.50

Re: Monthly Operating Reports

Our File No. 2055557-0060  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/12/10 Review and file monthly operating report and e-mails with client regarding same  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.5	\$207.50
TOTAL FEES		0.5	\$207.50

Re: Professional Retention/Fee Applications

Our File No. 2055557-0070  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

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03/04/10	Analyze and revise monthly fee statement and e-mails regarding same Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
03/11/10	Analyze issues and e-mails regarding interim fee applications (.4); revise and finalize monthly fee statement and draft correspondence regarding same (.5) Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50
03/11/10	Correspond with debtors' professionals regarding professionals and retention Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
03/12/10	Analyze issues, review exhibits and multiple e-mails with debtors' professionals regarding interim fee applications Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
03/15/10	Draft interim fee application, revise exhibits and multiple calls and e-mails regarding same (1.9); e-mails with debtors' professionals regarding interim fee applications and related issues (.3) Sarah B. Boehm 2.20 hours at 495.00 per hour.	\$1,089.00
03/15/10	Review and analyze debtors' professionals interim fee applications and draft notices of same for filing Bryan A. Stark 1.60 hours at 335.00 per hour.	\$536.00
03/16/10	Draft and revise interim fee application and exhibits, analyze documents and multiple e-mails regarding same (3.4); e-mails with debtors' professionals regarding interim fee applications (.3) Sarah B. Boehm 3.70 hours at 495.00 per hour.	\$1,831.50
03/17/10	Draft, revise, finalize and file interim fee applications and notices of hearing for all of debtors' professionals and multiple calls and e-mails regarding same Sarah B. Boehm 3.90 hours at 495.00 per hour.	\$1,930.50
03/25/10	Review and file supplemental declaration regarding ordinary course professional Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50



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03/30/10 Finalize and file supplemental declaration regarding Skadden (.3); multiple calls and e-mails regarding McGuireWoods supplemental declaration and analyze documents and interested parties list regarding same (.7)  
Sarah B. Boehm 1.00 hours at 495.00 per hour. \$495.00

03/31/10 Continue analysis regarding supplemental declaration regarding interested parties and multiple e-mails regarding same (.6); analyze SOW and expansion of work application regarding E&Y and multiple calls and e-mails regarding same (.5)  
Sarah B. Boehm 1.10 hours at 495.00 per hour. \$544.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	14.6	\$7,227.00
Bryan A. Stark	\$335.00	2.4	\$804.00
TOTAL FEES		17.0	\$8,031.00

Re: Automatic Stay  
Our File No. 2055557-0090  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/02/10 Correspondence regarding subpoenas and review material regarding same  
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

03/29/10 Review subpoena regarding criminal investigation and telephone conference and e-mails with H. Ferguson regarding same  
Daniel F. Blanks .60 hours at 415.00 per hour. \$249.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	1.5	\$622.50
TOTAL FEES		1.5	\$622.50

Re: Employment and Compensation  
Our File No. 2055557-0120  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

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03/01/10 Several e-mails with committee counsel and debtors' counsel regarding finalization of resolution of J. Markum's retention payment, consulting agreement, and motion to retain A. Siegel and Crowe Horwath as CRO and analyze issues regarding same for filing (2.4); telephone conference with chambers regarding same (.3)  
Douglas M. Foley 2.70 hours at 600.00 per hour. \$1,620.00

03/01/10 Draft motion to expedite, motion to shorten and notice of motions relating to motion to retain Siegel (2.1); review and analyze Siegel motion and accompanying documentation (1.2); correspond with debtors' professionals regarding same (.5); finalize and file motions and notice (1.0)  
Bryan A. Stark 4.80 hours at 335.00 per hour. \$1,608.00

03/02/10 Finalize order granting expedited hearing and correspond with Court and debtors' professionals regarding same  
Bryan A. Stark .60 hours at 335.00 per hour. \$201.00

03/15/10 Draft employee handbook  
Ruth L. Goodboe 3.20 hours at 385.00 per hour. \$1,232.00

03/16/10 Finish drafting employee handbook  
Ruth L. Goodboe 4.00 hours at 385.00 per hour. \$1,540.00

03/23/10 Review, analyze, and revise employee handbook and e-mails with debtors' professionals regarding same  
Daniel F. Blanks 1.10 hours at 415.00 per hour. \$456.50

03/25/10 Review materials regarding employee checklists for employee files  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	2.7	\$1,620.00
Daniel F. Blanks	\$415.00	1.6	\$664.00
Ruth L. Goodboe	\$385.00	7.2	\$2,772.00
Bryan A. Stark	\$335.00	5.4	\$1,809.00
TOTAL FEES		16.9	\$6,865.00

Re: Executory Contracts  
Our File No.  
Circuit City Contact  
McGuireWoods Contact

2055557-0140  
Katie Bradshaw  
Douglas M. Foley

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03/01/10 E-mails with Ryan and client regarding Ryan contract  
Daniel F. Blanks .70 hours at 415.00 per hour. \$290.50

03/03/10 Analyze issues relating to Ryan offer on purchase of tax claim and motion to reject contract  
Douglas M. Foley .60 hours at 600.00 per hour. \$360.00

03/03/10 E-mails with counsel for Ryan and debtors' professionals and client regarding Ryan contract and related issues and draft order regarding same  
Daniel F. Blanks 1.10 hours at 415.00 per hour. \$456.50

03/05/10 Draft response and objection to Ryan Inc. and review and analyze material regarding same and research issues regarding same  
Daniel F. Blanks 2.10 hours at 415.00 per hour. \$871.50

03/11/10 Review Chase contract and conference with H. Ferguson regarding background and possible objection and related issues  
Daniel F. Blanks 1.30 hours at 415.00 per hour. \$539.50

03/30/10 Analyze issues relating to form of order approving cancellation of surety bonds with Safeco and e-mails with U.S. Attorney regarding resolution of government objection to same  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	1.0	\$600.00
Daniel F. Blanks	\$415.00	5.2	\$2,158.00
TOTAL FEES		6.2	\$2,758.00

Re: Litigation  
Our File No. 2055557-0150  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/01/10 Analyze issues relating to pending adversary proceedings and upcoming Rule 26(a) disclosures and settlement telephone conference with opposing counsel including Active Media  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

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03/01/10	Draft and revise settlement agreement and stipulation with Sirius and e-mails and telephone conference with opposing counsel regarding same (1.5); e-mails with Active regarding disputes (.4) Daniel F. Blanks 1.90 hours at 415.00 per hour.	\$788.50
03/01/10	Review and analyze spreadsheet and productions relating to adversary proceedings Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
03/01/10	Research document production electronic database and hard copies (3.9); correspondence regarding productions (.3); e-mail to and from professionals regarding productions (.5) Karen B. Cain 4.70 hours at 215.00 per hour.	\$1,010.50
03/02/10	Review Active Media contracts and other items and analyze strategies regarding same (1.5); e-mails and telephone conferences regarding Sirius (.7) Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
03/03/10	Review draft XM Sirius agreement (.3); analyze issues relating to Active Media complaint and potential settlement proposals (.8) Douglas M. Foley 1.10 hours at 600.00 per hour.	\$660.00
03/03/10	Conference call with D. Blanks regarding preparation for telephone call with H. Strickton (.2); conference call with H. Strickton regarding Active Media case (.7) Bryan A. Fratkin .90 hours at 540.00 per hour.	\$486.00
03/03/10	Telephone conference with J. Ivey and R. Carey regarding potential litigation rights and related matters, multiple calls and e-mails regarding same Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
03/03/10	Prepare for and participate in telephone conference with counsel regarding Active Media and review and analyze charts, documents, information and claims regarding same (1.6); e-mails with Sirius regarding settlement agreement and negotiations regarding same (.6) Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00

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03/03/10	Correspond with state court counsel to co-defendant regarding stipulation of dismissal (.3); correspond with defendant's counsel and debtors regarding reconciliation of information and claims support (.3); review and analyze support regarding reconciliation (.6) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
03/04/10	Continue negotiations regarding Sirius XM stipulation and telephone conferences with Debtors' professionals and counsel for Sirius regarding same and review items regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
03/05/10	Analyze issues and e-mails regarding subpoena for employment records Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
03/05/10	Review and analyze documentation provided by defendants in adversary proceedings and correspond with debtors regarding same (1.2); correspond with defendants' counsel in state court litigation regarding dismissal and other issues (.6); review and analyze documentation and send same to counsel regarding state court settlement (.4) Bryan A. Stark 2.20 hours at 335.00 per hour.	\$737.00
03/08/10	Correspond with debtors' professionals regarding hearing on approval of settlement agreement (.2); draft and submit orders on motion to shorten and 9019 motion to approve settlement (.7) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
03/09/10	E-mails and review of Rule 26(a)(1) disclosures regarding Active Media litigation Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
03/09/10	Review initial disclosures in Active Media matter Bryan A. Fratkin .20 hours at 540.00 per hour.	\$108.00
03/09/10	Analyze, finalize, draft and file removal pleadings and multiple e-mails regarding service of same Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00

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03/09/10	Research issues regarding consolidation of appeals precedent and e-mails with debtors' professionals regarding same (.9); revise stipulation with Sirius and e-mails with opposing counsel regarding same (1.2); review documents for Active and draft and revise 26(a)(1) disclosures for Active and e-mails with debtors' professionals regarding same (1.5)		
	Daniel F. Blanks	2.60 hours at 415.00 per hour.	\$1,079.00
03/10/10	Analyze issues and e-mails with R. Carey regarding potential litigation claims		
	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
03/10/10	Finalize 26(a)(1) disclosures and e-mails with Active regarding same and other issues regarding documents		
	Daniel F. Blanks	.50 hours at 415.00 per hour.	\$207.50
03/10/10	Review demand letters sent by debtor (.3); research preference issues and review and analyze documentation received by defendants (1.2)		
	Bryan A. Stark	1.50 hours at 335.00 per hour.	\$502.50
03/11/10	E-mails regarding demand letters and extension of time to respond		
	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
03/11/10	E-mails with Active regarding 26(a)(1) disclosures		
	Daniel F. Blanks	.40 hours at 415.00 per hour.	\$166.00
03/11/10	Correspond with debtors and defendant's counsel regarding reconciliation of receivables (.3); review and analyze documentation regarding same (.5)		
	Bryan A. Stark	.80 hours at 335.00 per hour.	\$268.00
03/12/10	Telephone conference with creditors regarding demand letters and response to same		
	Douglas M. Foley	.30 hours at 600.00 per hour.	\$180.00
03/12/10	Analyze Active Media initial disclosures		
	Bryan A. Fratkin	.40 hours at 540.00 per hour.	\$216.00
03/12/10	Analyze issues and e-mails regarding potential litigation claims		
	Sarah B. Boehm	.20 hours at 495.00 per hour.	\$99.00

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03/12/10	E-mails with Active regarding discovery and related items and telephone conferences with debtors' professionals regarding same and review preference data regarding same (.6); revise stipulation with Sirius and e-mails and telephone conferences regarding same and review documents regarding same (.8) Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
03/15/10	Prepare documents for Active and review items regarding same and strategies Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
03/15/10	Review demand letter and response from recipient and correspond with debtor regarding same (.6); review and analyze documents sent to defendant and correspond regarding pretrial conference (.3) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
03/16/10	Multiple e-mails with Mitsubishi regarding resolution of claims, litigation and related issues and research issues regarding same Daniel F. Blanks 2.50 hours at 415.00 per hour.	\$1,037.50
03/16/10	Correspond with debtors' professionals regarding defendant's preference chart and responses thereto (.7); review and analyze preference chart and research issues regarding same (1.8); correspond with defendant's counsel regarding telephonic hearing and anticipated scheduling order (.6); correspond with debtors' professionals regarding same (.3) Bryan A. Stark 3.40 hours at 335.00 per hour.	\$1,139.00
03/17/10	Review and analyze court docket regarding various motions (.5); correspond with defendants' counsel regarding pretrial issues (.6) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50
03/18/10	Correspond with debtors' professionals regarding pretrial hearing (.5); review and analyze pretrial order (.2); analyze documentation, correspond with debtors' professionals, and correspond with defendant in adversary proceeding regarding answer and pretrial conference (1.2) Bryan A. Stark 2.20 hours at 335.00 per hour.	\$737.00

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03/21/10	Review reply briefs regarding class proof of claim and analyze issues regarding same Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00
03/22/10	E-mails regarding status of various late claim motions and analyze issues regarding same (1.1); review drafts of litigation complaints relating to LG, US Debt Recovery, LLC, Signatures Home Furniture and P&Y Technologies and e-mails with client and debtors' professionals regarding same (.9) Douglas M. Foley 2.00 hours at 600.00 per hour.	\$1,200.00
03/22/10	Analyze and revise multiple complaints and e-mails regarding filing same Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
03/22/10	Review documentation and correspond with counsel regarding stipulation of dismissal and send signatures to counsel regarding same (.7); review draft complaints and correspondence regarding same (.5); review correspondence and documentation regarding pending adversary proceedings and unresolved issues (1.2) Bryan A. Stark 2.40 hours at 335.00 per hour.	\$804.00
03/23/10	Continued review of complaints against vendors regarding set off and collection of accounts receivable and preferences and revise same Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00
03/23/10	Analyze issues and review multiple complaints and cover sheets for filing Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
03/23/10	Review, analyze, revise, and file counter designations of record and e-mails with debtors' professionals and KCC regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
03/23/10	Draft motions to file exhibits under seal, notices thereof, and adversary proceeding cover sheets (2.4); review, analyze and prepare complaints for filing and file (1.2); draft letters and arrange for under seal exhibits for delivery (.6) Bryan A. Stark 4.20 hours at 335.00 per hour.	\$1,407.00



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03/24/10	Telephone conference with P. Strniste regarding Shemante Construction 503(b)(9) claim and potential litigation relating to property of estate and escrowed funds and e-mails regarding same	Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
03/24/10	Telephone call from clerk's office regarding new adversary proceedings and handle issues regarding same (.4); analyze designation of additional items to be included in record on appeal and multiple calls and e-mails regarding same (.8)	Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
03/24/10	Review and file complaints regarding AR and preference (.4); continue negotiation regarding Sirius and revise stipulation regarding same (.9)	Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
03/24/10	Correspond with debtors' professionals regarding service of motions to seal relating to adversary complaints (.5); correspond with debtors' professionals and court regarding complaints (.6); correct issue with filing of adversary proceeding (.6); prepare for and participate in conference call regarding demand letters and adversary proceedings (2.4); review and analyze information collected in response to defendant's request for information (.8); correspond with counsel regarding third-party discovery (.4); correspond with defendant regarding settlement offer (.4)	Bryan A. Stark 5.70 hours at 335.00 per hour.	\$1,909.50
03/25/10	E-mails regarding status of potential stipulation and settlement of Activision claims and language relating to carve out from release language for flat panel screen litigation	Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
03/25/10	Analyze issues and e-mails with counsel regarding demand letter (.3); review designation of items on appeal (.6)	Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50

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03/25/10	Multiple e-mails and telephone conferences with parties and client regarding demand letters and possible litigation and strategies regarding same and review claims and charts regarding same	Daniel F. Blanks	1.60 hours at 415.00 per hour.	\$664.00
03/25/10	Correspond with Court regarding adversary proceedings (.3); draft cover letters, prepare and serve summons of adversary proceedings and arrange for courtesy copies to defendants' counsel (2.3)	Bryan A. Stark	2.60 hours at 335.00 per hour.	\$871.00
03/25/10	Analyze claim against Activision	Erin Q. Ashcroft	.60 hours at 330.00 per hour.	\$198.00
03/26/10	Analyze documents regarding record on appeal, draft correspondence and multiple calls and e-mails regarding same	Sarah B. Boehm	.70 hours at 495.00 per hour.	\$346.50
03/26/10	Review and analyze creditor's response to demand letter and correspond with debtors and debtors professionals regarding same (.9); correspond with debtor regarding third party request for information (.3); review and analyze defendant's preference chart and scheduling order (.6)	Bryan A. Stark	1.80 hours at 335.00 per hour.	\$603.00
03/26/10	Review Activision draft settlement agreement, e-mail and contract (.5); draft complaint against Activision (3.1); research regarding Activision's incorporation (.3)	Erin Q. Ashcroft	3.90 hours at 330.00 per hour.	\$1,287.00
03/29/10	Review final form of stipulation for Sirius XM Radio settlement (.4); e-mails regarding status of negotiations with Creative Labs and strategy regarding same (.4)	Douglas M. Foley	.80 hours at 600.00 per hour.	\$480.00
03/29/10	Analyze issues and multiple calls and e-mails regarding motions for leave to appeal and pleadings regarding same	Sarah B. Boehm	.60 hours at 495.00 per hour.	\$297.00

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03/29/10 Correspond with district court clerk's office and debtors' professionals regarding appeals (1.3); review district court dockets for appeals and other issues and correspond with debtors' professionals regarding same (1.1); draft notice of appearance and notice of filing (.5)  
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

03/30/10 Analyze issues relating to Creative Labs adversary proceeding and potential offers and counter offers regarding same (.8); e-mails with counsel for Schimenti Construction relating to 503(b)(9) claim, litigation, discovery and threatened adversary proceeding and analyze issues regarding same (1.4)  
Douglas M. Foley 2.20 hours at 600.00 per hour. \$1,320.00

03/30/10 Analyze issues and strategy regarding Schimenti and e-mails regarding same  
Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

03/30/10 Review and analyze counter settlement offer and correspond with debtors regarding same (1.8); analyze documents, preference charts, and other communications (1.2); analyze district court dockets for updates (.5); draft notices of appearance and notices of filing, file and serve (1.7)  
Bryan A. Stark 5.20 hours at 335.00 per hour. \$1,742.00

03/31/10 Begin review of Sharp Rule 26(a) disclosures and e-mails regarding same (.3); e-mails and analysis regarding settlement offers and counter offers relating to Creative Labs adversary proceeding (.4)  
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

03/31/10 Review subpoenas and draft response to U.S. Attorneys and related issues  
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

03/31/10 Research issues relating to timing of preference analysis (1.5); draft initial disclosures for adversary proceeding and correspond with debtor and debtors' professionals regarding same (1.4)  
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	12.8	\$7,680.00
Bryan A. Fratkin	\$540.00	1.5	\$810.00

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Sarah B. Boehm	\$495.00	7.3	\$3,613.50
Daniel F. Blanks	\$415.00	20.3	\$8,424.50
Bryan A. Stark	\$335.00	42.6	\$14,271.00
Erin Q. Ashcroft	\$330.00	4.5	\$1,485.00
Karen B. Cain	\$215.00	4.7	\$1,010.50
TOTAL FEES		93.7	\$37,294.50

Re: Vendor Matters

Our File No. 2055557-0170  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/05/10 Review and analyze memorandum opinion regarding  
reclamation and e-mails with debtors'  
professionals regarding same and application to  
unresolved claim objections  
Douglas M. Foley 1.70 hours at 600.00 per hour. \$1,020.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	1.7	\$1,020.00
TOTAL FEES		1.7	\$1,020.00

Re: Real Estate

Our File No. 2055557-0180  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/01/10 Florence, SC: telephone call and e-mail  
correspondence with K. Wurtenberger (.6);  
e-mail correspondence with P. Reed (.2); e-mail  
correspondence with D. Miller (.1)  
Matthew T. Gunlock .90 hours at 320.00 per hour. \$288.00

03/02/10 Whitehall, PA: telephone call and e-mail  
correspondence with D. Miller (.4); telephone  
call and e-mail correspondence with B. Fleming  
regarding bidding issues, due diligence and  
purchase agreement (1.3); telephone call and  
e-mail correspondence with bankruptcy counsel  
(.6)  
Matthew T. Gunlock 2.30 hours at 320.00 per hour. \$736.00

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03/02/10	Correspond with debtors' professionals regarding potential bidder at auction for debtors' real property Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
03/03/10	Whitehall, PA: telephone call and e-mail correspondence with J. Hamlin (.3); telephone call and e-mail correspondence with bankruptcy counsel (.5); telephone call and e-mail correspondence with B. Fleming (1.0); review purchase agreement in connection with questions regarding bidding procedures and auction process (.3) Matthew T. Gunlock 2.10 hours at 320.00 per hour.	\$672.00
03/03/10	Florence, SC: e-mail correspondence with K. Wurtenberger Matthew T. Gunlock .20 hours at 320.00 per hour.	\$64.00
03/04/10	Whitehall, PA: telephone call and e-mail correspondence with J. Bruton (.5); telephone call and e-mail correspondence with B. Fleming regarding property and bid procedures (.4); e-mail correspondence with bankruptcy counsel (.3) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
03/05/10	Whitehall, PA: e-mail correspondence with B. Fleming and bankruptcy counsel (.3); review purchase agreement regarding bidding procedures (.3) Matthew T. Gunlock .60 hours at 320.00 per hour.	\$192.00
03/08/10	Whitehall, PA: telephone call and e-mail correspondence with D. Miller (.3); telephone call and e-mail correspondence with B. Fleming (.8); review resolution regarding parking lot removal (.8); review exhibit to vesting deed (.4) Matthew T. Gunlock 2.30 hours at 320.00 per hour.	\$736.00
03/09/10	Whitehall, PA: telephone call and e-mail correspondence with B. Fleming (.8); e-mail correspondence with bankruptcy counsel (.4); e-mail correspondence with J. Bruton regarding bidding procedures (.3) Matthew T. Gunlock 1.50 hours at 320.00 per hour.	\$480.00

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03/09/10	Florence, SC: e-mail correspondence with D. Miller (.1); review purchase agreement regarding diligence period (.2); e-mail correspondence with K. Wurtenberger (.2)	Matthew T. Gunlock .50 hours at 320.00 per hour.	\$160.00
03/10/10	Telephone conference and e-mails with debtors' professionals regarding status of transaction for DR1 Property and legal issues regarding same	Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
03/10/10	Whitehall, PA: e-mail correspondence with bankruptcy counsel (.6); e-mail correspondence with B. Stern Fleming (.8); review purchase agreement and backup materials regarding property regarding questions from B. Stern Fleming (.8)	Matthew T. Gunlock 2.20 hours at 320.00 per hour.	\$704.00
03/11/10	E-mails regarding status of DR1 sale transaction	Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
03/11/10	Whitehall, PA: e-mail correspondence with B. Stern Fleming regarding property (.7); e-mail correspondence with D. Miller (.2)	Matthew T. Gunlock .90 hours at 320.00 per hour.	\$288.00
03/11/10	Florence, SC: telephone call and e-mail correspondence with K. Wurtenberger (.3); review title commitment for property (.8)	Matthew T. Gunlock 1.10 hours at 320.00 per hour.	\$352.00
03/15/10	Review Berkadia response and e-mails with debtors' professionals regarding same	Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00
03/15/10	Review, analyze, file and arrange for service of objection to motion to compel assumption or rejection of a lease	Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
03/16/10	Whitehall, PA: conference call for auction (1.7); e-mail correspondence with bankruptcy counsel (.5); e-mail correspondence with D. Miller (.2)	Matthew T. Gunlock 2.40 hours at 320.00 per hour.	\$768.00

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03/17/10	Analyze issues and e-mails regarding sale orders for tomorrow's hearing Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
03/17/10	Whitehall, PA: numerous revisions of purchase agreement to reflect auction results (2.3); telephone call and e-mail correspondence with D. Miller (.8); telephone call and e-mail correspondence with B. Fleming (1.7); review comments to purchase agreement (1.0); revise form of owner's affidavit (.3); prepare and transmit signature pages (.3); e-mail correspondence with bankruptcy counsel (.5) Matthew T. Gunlock 6.90 hours at 320.00 per hour.	\$2,208.00
03/18/10	Revise, finalize and submit sale orders regarding Whitehall and Louisville asset sales and multiple calls and e-mails regarding same Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50
03/18/10	Whitehall, PA: e-mail correspondence with purchaser's counsel (.7); e-mail correspondence with bankruptcy counsel (.5); finalize purchase agreement for bankruptcy hearing (.6); e-mail correspondence with D. Miller (.1) Matthew T. Gunlock 1.90 hours at 320.00 per hour.	\$608.00
03/19/10	Multiple calls and e-mails regarding entry of real estate orders and certified copies to buyer's counsel Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
03/19/10	Whitehall, PA: e-mail correspondence with bankruptcy counsel (.3); e-mail correspondence with purchaser's counsel (.3) Matthew T. Gunlock .60 hours at 320.00 per hour.	\$192.00
03/19/10	Florence, SC: e-mail correspondence with J. Avallone (.1); e-mail correspondence with K. Wurtenberger (.1) Matthew T. Gunlock .20 hours at 320.00 per hour.	\$64.00
03/22/10	Florence, SC: review termination letter (.2); e-mail correspondence with D. Miller and J. Avallone (.1) Matthew T. Gunlock .30 hours at 320.00 per hour.	\$96.00
03/23/10	Analyze issues and e-mails regarding real estate closing documents and expiration of appeal deadlines Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00

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03/23/10 Whitehall, PA: telephone call and e-mail correspondence with B. Stern-Fleming (.8); e-mail correspondence with bankruptcy counsel (.3); review purchase agreement regarding upcoming closing (.3); prepare form of taxpayer ID certificate and transmit same (.3)  
Matthew T. Gunlock 1.70 hours at 320.00 per hour. \$544.00

03/24/10 Whitehall, PA: e-mail correspondence with B. Stern-Fleming (.5); review organization documents for purchaser (.5); review purchase agreement regarding closing matters (.4)  
Matthew T. Gunlock 1.40 hours at 320.00 per hour. \$448.00

03/25/10 Whitehall, PA: e-mail correspondence with B. Stern Fleming (.6); review purchase agreement regarding closing deliverables (.3)  
Matthew T. Gunlock .90 hours at 320.00 per hour. \$288.00

03/26/10 Whitehall, PA: e-mail correspondence with B. Stern Fleming regarding closing documents (.6); review form of 1099 (.3); e-mail correspondence with D. Miller (.1)  
Matthew T. Gunlock 1.00 hours at 320.00 per hour. \$320.00

03/29/10 Whitehall, PA: e-mail correspondence with B. Stern Fleming regarding closing (.3); e-mail correspondence with D. Miller (.1)  
Matthew T. Gunlock .40 hours at 320.00 per hour. \$128.00

03/30/10 Whitehall, PA: e-mail correspondence with D. Miller (.1); e-mail correspondence with B. Stern Fleming (.3)  
Matthew T. Gunlock .40 hours at 320.00 per hour. \$128.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	1.0	\$600.00
Sarah B. Boehm	\$495.00	1.6	\$792.00
Daniel F. Blanks	\$415.00	0.4	\$166.00
Bryan A. Stark	\$335.00	1.7	\$569.50
Matthew T. Gunlock	\$320.00	33.9	\$10,848.00
TOTAL FEES		38.6	\$12,975.50

Re: Utilities Matters

Our File No.	2055557-0210
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley



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03/26/10 Review correspondence regarding request from  
blocked utility account and e-mails regarding  
same  
Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	0.2	\$99.00
TOTAL FEES		0.2	\$99.00

Re: Tax Matters

Our File No.	2055557-0240
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

03/01/10 Attention to interest vetting issue (2.2);  
attention to employment tax issue (.4);  
attention to appraisal draft on Henrico County  
property tax claim (.6)  
Craig D. Bell 3.20 hours at 570.00 per hour. \$1,824.00

03/02/10 Attention and analysis of EIN problem raised by  
IRS  
Craig D. Bell 3.50 hours at 570.00 per hour. \$1,995.00

03/02/10 Follow-up on IRS information request (.7);  
conference with J. McDonald and C. Bell  
regarding same (.3)  
Jonathan G. Neal 1.00 hours at 365.00 per hour. \$365.00

03/02/10 E-mails with taxing authorities, E&Y, debtors'  
professionals regarding tax issues, appeals,  
and appraisals  
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

03/03/10 E-mails regarding personal property tax claims  
and appraisal for Henrico County claims  
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

03/03/10 Telephone call with IRS attorney on various  
federal tax claims (.6); attention to same  
(.9); conference call with client  
representatives (1.3); second telephone call  
with IRS attorney (.3); attention to Virginia  
and Hawaii tax claims (.3); attention to  
interest accrual issue (2.5)  
Craig D. Bell 5.90 hours at 570.00 per hour. \$3,363.00

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03/03/10	Prepare for and participate in conference call with IRS regarding resolution of tax claims and review and analyze claims, pleadings, charts, stipulations, and other information regarding same and research issues regarding same and telephone conference with client regarding same (1.4); e-mails with client and debtors' professionals regarding Henrico (.4) Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
03/04/10	Two telephone calls with IRS attorney to negotiate various outstanding tax claims (.9); attention to federal tax claims and restricted interest issue raised by IRS (2.2); prepare note to client (.2); conference call with client's valuation expert on state property tax claims (.8); attention to same (.7) Craig D. Bell 4.80 hours at 570.00 per hour.	\$2,736.00
03/04/10	Telephone conference with E&Y regarding appraisal and related issues and review and analyze documents, charts, and other material regarding same and analyze strategies regarding same Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
03/05/10	Attention to restricted interest and offset issues Craig D. Bell 1.70 hours at 570.00 per hour.	\$969.00
03/08/10	Detailed review of final valuation report on tangible business property prepared by E&Y (1.3); attention to same (1.6); review and respond to IRS attorney e-mail (.2); prepare note to client (.2) Craig D. Bell 3.40 hours at 570.00 per hour.	\$1,938.00
03/09/10	Attention to Henrico County property tax claims Craig D. Bell 2.20 hours at 570.00 per hour.	\$1,254.00
03/11/10	Attention to restricted issue raised by IRS proof of claim Craig D. Bell 2.60 hours at 570.00 per hour.	\$1,482.00
03/12/10	Review appraisal for Henrico and e-mails with Henrico regarding same Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00

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03/15/10	Meeting with IRS attorney on employment tax and restricted interest issues (1.0); attention to same (1.4); attention to Henrico County property tax claim issues (.9) Craig D. Bell 3.30 hours at 570.00 per hour.	\$1,881.00
03/16/10	Review selected audit documents (.7); research restricted interest issue for tax year 2007 (1.6) Craig D. Bell 2.30 hours at 570.00 per hour.	\$1,311.00
03/16/10	E-mails with taxing authorities regarding tax claims and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
03/18/10	Participate in client meeting relating to tax and unclaimed property issues (1.2); attention to sale leaseback issues (2.4); attention to local California tax claim (.6) Craig D. Bell 4.20 hours at 570.00 per hour.	\$2,394.00
03/23/10	Analysis on BTPP valuation methodologies to challenge County's valuation method (2.4); attention to appraisal (2.0) Craig D. Bell 4.40 hours at 570.00 per hour.	\$2,508.00
03/23/10	E-mails and telephone conferences with taxing authorities regarding taxes, tax claims and related issues Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
03/24/10	Attention to Henrico County local tax claim Craig D. Bell 2.10 hours at 570.00 per hour.	\$1,197.00
03/25/10	Attention to multiple state and local tax claims (1.4); prepare for settlement negotiations with Henrico County on large property tax claim (1.8) Craig D. Bell 3.20 hours at 570.00 per hour.	\$1,824.00
03/26/10	E-mails regarding post petition tax issues and response to same from counsel for Texas taxing authorities Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00

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03/26/10 Prepare for settlement call with Henrico County (1.2); conference call with Henrico County on property tax claims (.8); review E&Y Henrico County appraisal (.7); conference call with client reps and E&Y on Henrico County claims (.6); attention to issues to be resolved on same (.7)  
Craig D. Bell 4.00 hours at 570.00 per hour. \$2,280.00

03/26/10 Prepare for and participate in telephone conferences with Henrico and client regarding resolution of tax claims and resolution of tax issues regarding same and review material regarding same  
Daniel F. Blanks 2.60 hours at 415.00 per hour. \$1,079.00

03/29/10 Review e-mail from client representative on Texas tax claim (.3); analysis on Texas franchise tax claim (1.2); attention to Henrico tax claim (1.4)  
Craig D. Bell 2.90 hours at 570.00 per hour. \$1,653.00

03/30/10 Review claims and issues and strategies regarding taxes and e-mails and telephone conferences with taxing authorities, debtors' professionals and tax department regarding same  
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

03/31/10 E-mails regarding various tax issues and projects pending including resolution of pending claim objections, tax audit work and contingency fee work for E&Y supplemental employment application  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

03/31/10 Review documents and comments from client's valuation experts (.9); attention to Henrico County property tax claims (2.4); conference call with client and appraisers (.6)  
Craig D. Bell 3.90 hours at 570.00 per hour. \$2,223.00

03/31/10 Multiple telephone conferences and e-mails with E&Y, debtors' professionals, J. Knopke and J. McDonald regarding tax issues and resolution of claims and related issues and review and analyze claims regarding same and research issues regarding same  
Daniel F. Blanks 2.50 hours at 415.00 per hour. \$1,037.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	1.3	\$780.00
Craig D. Bell	\$570.00	57.6	\$32,832.00

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Daniel F. Blanks	\$415.00	13.5	\$5,602.50
Jonathan G. Neal	\$365.00	1.0	\$365.00
TOTAL FEES		73.4	\$39,579.50

Re: Claims Administration  
Our File No. 2055557-0250  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/01/10 Telephone conference with P. Black regarding SPHE claims in Circuit City case and status of stipulation  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

03/01/10 Analyze documents regarding board minutes and e-mails regarding same (.5); continue claim objection resolutions, analyze documents, draft and revise stipulations, revise adjourned claims chart and multiple calls and e-mails regarding same (4.5); review entered orders and e-mails regarding same (.2)  
Sarah B. Boehm 5.20 hours at 495.00 per hour. \$2,574.00

03/01/10 Continue resolution of claims and multiple telephone conferences and e-mails with claimants, debtors' professionals and other parties regarding same and review and analyze claims, pleadings, charts, and documents regarding same and research issues regarding same and draft claim withdrawal for tax claims and related issues  
Daniel F. Blanks 5.90 hours at 415.00 per hour. \$2,448.50

03/02/10 Several e-mails and telephone conferences with creditors' counsel, debtors' professionals and client regarding status of resolution of various unresolved claim objections including late claim motions and analyze issues relating to contract rejection claims  
Douglas M. Foley 1.80 hours at 600.00 per hour. \$1,080.00

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03/02/10 Analyze stipulations and update chart regarding objection deadlines and e-mails regarding same (.3); analyze issues and e-mails regarding omni 24 (.4); revise, finalize and submit claim orders and multiple e-mails regarding same (.7); analyze late claim issues and e-mails regarding strategy for resolving same (.7); continue claim objection resolutions, analyze documents and multiple calls and e-mails regarding same (1.1)  
Sarah B. Boehm 3.20 hours at 495.00 per hour. \$1,584.00

03/02/10 Continued resolution of claims and multiple telephone conferences and e-mails with debtors' professionals and claimants regarding same and review and analyze claims, pleadings, charts, documents and other items regarding same and draft and file notices of hearings regarding same  
Daniel F. Blanks 5.40 hours at 415.00 per hour. \$2,241.00

03/02/10 Review and analyze docket for objections to proofs of claim (.2); correspond with debtors' professionals regarding same (.2); review and analyze affidavits of service, debtors' schedules, and claims registry relating to surrogate court (.3); correspond with surrogate court regarding second administrative bar date (.4); correspond with debtors' professionals regarding same (.2); review documentation regarding claim of creditor (.2); review and analyze omnibus objections, draft notice of hearing on merits, and file same (.7); review and analyze receivables information relating to 49th omnibus objection and correspond with Debtors regarding same (.5); review and file notice of withdrawal of motion relating to publication notice (.4)  
Bryan A. Stark 3.10 hours at 335.00 per hour. \$1,038.50

03/02/10 Review and revise omnibus objections response charts  
Linda J. Neilson 1.50 hours at 200.00 per hour. \$300.00

03/03/10 E-mails with counsel for parties filing motions for allowance of late proofs of claim and proposed settlements regarding same (.3); e-mails regarding status of Teledynamics claim (.2)  
Douglas M. Foley .50 hours at 600.00 per hour. \$300.00

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03/03/10 Analyze FTI and McGuireWoods' adjourned claims chart discrepancies, analyze pleadings, revise charts and e-mails regarding same (1.4); analyze late claim issues and e-mails regarding same (.7); continue claim objection resolutions, analyze documents, revise charts and multiple calls and e-mails regarding same (3.2)  
Sarah B. Boehm 5.30 hours at 495.00 per hour. \$2,623.50

03/03/10 Continue resolution of claims and review and analyze claims, pleadings, charts, documents, and other material regarding same and multiple telephone conferences and e-mails with parties regarding same and research issues regarding same  
Daniel F. Blanks 3.80 hours at 415.00 per hour. \$1,577.00

03/03/10 Review receivables support for setoff and correspond with creditor's counsel regarding same (.8)  
Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

03/03/10 Review pending objections to claims (.2); exchange e-mails with opposing counsel regarding same (.1)  
Lori Michelle Scott .30 hours at 335.00 per hour. \$100.50

03/03/10 Review and revise omnibus objection response charts  
Linda J. Neilson 1.90 hours at 200.00 per hour. \$380.00

03/04/10 Review draft of reply brief on omni 56 relating to change of control issue and e-mails with debtors' professionals regarding same (.9); telephone conference and e-mails with debtors' regarding status of resolution of various unresolved claim objections including Alliance, Navarre, Symantec and 503(b)(9) claimants (.8)  
Douglas M. Foley 1.70 hours at 600.00 per hour. \$1,020.00

03/04/10 Analyze and revise notice regarding omni 56, review pleadings for filing and multiple e-mails regarding same (.7); analyze Toshiba claims and multiple e-mails regarding exhibit for omni 46 supplemental order (.4); analyze and revise SDI and FM stipulations and multiple e-mails regarding same (.9); continue claim objection resolutions, analyze claims and documents and multiple calls and e-mails regarding same (2.5); continue analysis of FTI

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	and MW adjourned claims charts and revise same and multiple e-mails regarding same (1.2) Sarah B. Boehm 5.70 hours at 495.00 per hour.	\$2,821.50
03/04/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same Daniel F. Blanks 6.10 hours at 415.00 per hour.	\$2,531.50
03/04/10	Draft notice of reply in support of 56th omnibus objection (.4); review and analyze reply in support, prepare for filing and file with Court (.8); correspond with Debtors' professionals regarding same (.4) Bryan A. Stark 1.60 hours at 335.00 per hour.	\$536.00
03/04/10	Review claims objections and work with opposing counsel toward resolutions Lori Michelle Scott .70 hours at 335.00 per hour.	\$234.50
03/04/10	Review and revise omnibus objections response charts Linda J. Neilson 2.30 hours at 200.00 per hour.	\$460.00
03/05/10	Review and analyze status of unresolved claims and claims waterfall chart and e-mails with debtors' professionals regarding same (1.6); e-mails with creditors' counsel regarding adjournment as to certain claimants and omnibus objection number 56 (.3) Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
03/05/10	Multiple calls and e-mails regarding omni 56 adjournment, settlement offer and hearing on merits (.9); analyze and revise adjourned claims chart and e-mails regarding same (.6); analyze issues regarding SDI and FM stipulations and e-mails regarding same (.8); analyze reclamation opinion and e-mails regarding same (.5); continue claim objection resolutions, analyze documents, prepare orders, and multiple calls and e-mails regarding same (1.4); analyze equity claims going forward on merits and e-mails regarding same (.4) Sarah B. Boehm 4.60 hours at 495.00 per hour.	\$2,277.00



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03/05/10	Continued resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same Daniel F. Blanks 4.60 hours at 415.00 per hour.	\$1,909.00
03/05/10	Review and analyze Court's memorandum opinion on reconciliation issue (.6); revise draft stipulation in accordance with order and forward to counsel for review (.5); correspond with counsel regarding same (.2) Bryan A. Stark 1.30 hours at 335.00 per hour.	\$435.50
03/05/10	Work on pending response chart Karen B. Cain 2.10 hours at 215.00 per hour.	\$451.50
03/07/10	Continued preparation for hearings on March 8th regarding various executory contract claims and other unresolved claim matters on for hearing on March 8th Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00
03/08/10	Review notices of appeal and statement of issues on appeal Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
03/08/10	Prepare for and participate in omnibus hearing regarding claim matters going forward on merits and conference with client and FTI regarding same (4.6); review and submit multiple claim orders and multiple e-mails regarding same (.4); review entered orders and e-mails regarding same (.3); continue claim objection resolutions, analyze documents, update charts and multiple calls and e-mails regarding same (.9) Sarah B. Boehm 6.20 hours at 495.00 per hour.	\$3,069.00
03/08/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties, claimants, debtors' professionals regarding claims and review and analyze claims, pleadings, charts, and other documentation regarding same and research issues regarding same Daniel F. Blanks 6.20 hours at 415.00 per hour.	\$2,573.00

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03/08/10	Review and analyze exhibits to draft orders and correspond with debtors' professionals regarding corrections thereto Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
03/08/10	Coordinate with opposing counsel to resolve various claims objections Lori Michelle Scott .50 hours at 335.00 per hour.	\$167.50
03/08/10	Review and revise omnibus objections response charts Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
03/09/10	Several e-mails regarding status of unresolved motions to allow late filed claims and propounding and review drafts of discovery regarding same (.9); e-mails regarding motions for leave to appeal and opposition to same (.3); e-mails with creditors' counsel regarding status of resolution of source interlink claim stipulation (.3); review updated unresolved claim objection resolution chart and e-mails with debtors' professionals regarding same (.3); analyze issues regarding Motorola accounts receivable and demand letter and analyze issues regarding same (.3); review briefs in opposition to motions for leave for interlocutory appeal and telephone conference and e-mails with debtors' professionals regarding same (1.4); review and analyze motion to consolidate appeals (.4) Douglas M. Foley 3.90 hours at 600.00 per hour.	\$2,340.00
03/09/10	Analyze, finalize and file pleadings regarding omni 51 and 52 appeals and multiple e-mails regarding same (1.4); analyze and revise claim orders, finalize and submit claim orders, and multiple e-mails regarding same (1.1); continue claim objection resolutions, analyze claims and documents, draft and revise stipulations, update charts and multiple calls and e-mails regarding same (2.0); review hearing agenda regarding claim matters and e-mails regarding same (.6); draft discovery regarding Sennheiser late claim motion and analyze claims and pleadings regarding same (2.1) Sarah B. Boehm 7.20 hours at 495.00 per hour.	\$3,564.00

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03/09/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same	Daniel F. Blanks 4.50 hours at 415.00 per hour.	\$1,867.50
03/09/10	Review omnibus reply to motion for leave to appeal	Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
03/09/10	Coordinate with opposing counsel to resolve various claims objections (1.5); draft supplemental order on omnibus claims objection (.5)	Lori Michelle Scott 2.00 hours at 335.00 per hour.	\$670.00
03/09/10	Review and revise omnibus objections response chart	Linda J. Neilson 2.50 hours at 200.00 per hour.	\$500.00
03/10/10	Several e-mails with debtors' professionals and client regarding updates and revisions to omnibus unresolved claim objection chart and review same (1.8); review claims waterfall as of March 10th (.3)	Douglas M. Foley 2.10 hours at 600.00 per hour.	\$1,260.00
03/10/10	Continue claim objection resolutions, analyze claims and documents, draft and revise stipulations and notices of settlement and multiple calls and e-mails regarding same (3.7); review and file motion to consolidate claim appeals and e-mails regarding same (.3); revise, analyze and submit claim orders and multiple e-mails regarding same (.9); analyze claims, pleadings and issues and e-mails regarding late claims (.7)	Sarah B. Boehm 5.60 hours at 495.00 per hour.	\$2,772.00
03/10/10	Continue resolution of claims and multiple telephone conferences and e-mails regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same and review preference charts and other materials regarding same and draft and file notices of deposition regarding same	Daniel F. Blanks 5.90 hours at 415.00 per hour.	\$2,448.50

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03/10/10 Contact and correspond with creditors and debtors regarding corrected order on omnibus objection (1.4); review and analyze information regarding receivables and 48th omnibus objection to claims (.8); correspond with debtors, debtors' professionals, and counsel to creditor regarding status of claims resolutions (1.2); review and update claims chart (.6); review and analyze notice of deposition (.2); correspond with creditors regarding status of information and document requests (.4)  
Bryan A. Stark 4.60 hours at 335.00 per hour. \$1,541.00

03/10/10 Work with opposing counsel to resolve various claims objections  
Lori Michelle Scott 1.50 hours at 335.00 per hour. \$502.50

03/10/10 Retrieve and organize documents regarding Ashley Isaac ( 1.3 hours); review and revise omnibus objections response chart (2.1 hours)  
Linda J. Neilson 3.40 hours at 200.00 per hour. \$680.00

03/11/10 E-mails regarding final documentation of Source Interlink claim stipulation  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

03/11/10 Analyze issues and conference regarding objections to 503(b)(9) claims and ruling on receipt (.5); analyze and revise exhibit to agenda regarding all claim objection matters (1.1); analyze and revise agenda regarding all claim objection matters (.3); continue claim objection resolutions, analyze documents and claims, review proposed orders, review stipulations and multiple calls and e-mails regarding same (1.8); review entered orders and e-mails regarding same (.3)  
Sarah B. Boehm 4.00 hours at 495.00 per hour. \$1,980.00

03/11/10 Continue resolution of claims and multiple telephone conferences and e-mails with creditors and parties in interest regarding same and research issues regarding same (3.1); revise and file notice of deposition for A. Isaac and e-mails and telephone conferences regarding same (.5)  
Daniel F. Blanks 3.60 hours at 415.00 per hour. \$1,494.00

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03/11/10 Review docket for objections to settlements and correspond with debtors' professionals regarding same (.3); file certificate of no objection for notice of settlement and arrange for service (.4); review stipulation and correspondence and answer questions regarding draft stipulation (1.6); correspond with debtors regarding resolution of omnibus objection (.4); prepare consent order regarding settlement and submit to Court (.6); correspond with creditors regarding correction to order, draft order, and work with debtors' professionals to prepare exhibit (2.4); correspond with debtors' professionals regarding settlement and prepare and file settlement and arrange for service (.8)  
Bryan A. Stark 6.50 hours at 335.00 per hour. \$2,177.50

03/11/10 Work with opposing counsel to resolve various claims objections  
Lori Michelle Scott .70 hours at 335.00 per hour. \$234.50

03/11/10 Draft and revise agenda exhibit of pending objections and responses and review chart and pleadings regarding same  
Karen B. Cain 4.70 hours at 215.00 per hour. \$1,010.50

03/12/10 E-mails regarding status of late claim motions and resolution of same (.7); review and revise various claims stipulations and finalized same for filing (.6)  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

03/12/10 Continue to revise agenda and exhibit regarding status of all claim matters and multiple calls and e-mails regarding same (.9); analyze and revise adjourned claims chart (.3); continue claim objection resolutions, analyze documents and claims, review orders and stipulations, and multiple calls and e-mails regarding same (2.2); analyze issues and strategy regarding late claim motions, analyze documents and discovery and multiple (.4)  
Sarah B. Boehm 3.80 hours at 495.00 per hour. \$1,881.00

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03/12/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts and other issues and research issues regarding same and draft and prepare orders and exhibits and stipulations regarding same  
Daniel F. Blanks 6.90 hours at 415.00 per hour. \$2,863.50

03/12/10 Review and analyze documentation and draft settlement agreement (2.2); correspond with creditors' counsel regarding same (.2); modify and finalize corrected order and submit to Court for entry (.6); review, finalize and file stipulations resolving omnibus objections (1.1); correspond with debtors' professionals regarding same (.7); review docket for filings and correspond with debtors' professionals and counsel to creditors regarding consent order (.6); finalize and submit supplemental orders resolving omnibus objections to Court (.8); review, finalize and submit order staying appeal pending stipulation discussions and correspond with debtors' professionals regarding same (.4)  
Bryan A. Stark 6.60 hours at 335.00 per hour. \$2,211.00

03/12/10 Review and revise 3/18 hearing agenda and exhibit A  
Linda J. Neilson 2.10 hours at 200.00 per hour. \$420.00

03/12/10 Draft and revise agenda exhibit of pending objections and responses and review chart and pleadings regarding same  
Karen B. Cain 3.20 hours at 215.00 per hour. \$688.00

03/15/10 Review and revise several stipulations regarding claims settlements and e-mails with debtors' professionals and creditors' counsel and client regarding same (3.7); review claims tracking chart and responsible professionals for resolution and update same including memorandum to CRO and review memorandum to CRO regarding same (.6)  
Douglas M. Foley 4.30 hours at 600.00 per hour. \$2,580.00

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03/15/10 Analyze, revise and finalize agenda and exhibit regarding status of adjourned claims, analyze documents, docket and chart, and multiple calls and e-mails regarding same (2.7); continue claim objection resolutions, analyze issues regarding 503(b)(9) claims outside of 20 days, review, finalize and file stipulations, analyze claims and pleadings, revise charts, and multiple calls and e-mails regarding same (3.4)  
Sarah B. Boehm 6.10 hours at 495.00 per hour. \$3,019.50

03/15/10 Prepare supplemental orders regarding resolution of claims and continued resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same  
Daniel F. Blanks 6.20 hours at 415.00 per hour. \$2,573.00

03/15/10 Review and analyze objections, responses and stipulations and answer questions relating to draft stipulations (.8); correspond with creditors regarding status and changes to draft stipulation (.5); review and analyze and file notices of settlements and arrange for service (1.2)  
Bryan A. Stark 2.50 hours at 335.00 per hour. \$837.50

03/16/10 Analyze and revise adjourned claims chart and multiple calls and e-mails regarding same (.7); analyze notices of hearing on merits for multiple claimants and e-mails regarding same (.3); continue claim objection resolutions, analyze documents and claims, analyze and revise stipulations and orders, and multiple calls and e-mails regarding same (1.9)  
Sarah B. Boehm 2.90 hours at 495.00 per hour. \$1,435.50

03/16/10 Continue resolution of claims and multiple telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft stipulations and orders regarding same  
Daniel F. Blanks 6.60 hours at 415.00 per hour. \$2,739.00

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03/16/10 Draft and file notices to go forward on merits for various omnibus objections, file with Court, and arrange for service (3.4); correspond with debtors' professionals and debtors regarding stipulations filed (.7); review and analyze creditors' documents in response to 49th omnibus objection to claims and correspond with debtors regarding same (.8) Bryan A. Stark 4.90 hours at 335.00 per hour. \$1,641.50

03/16/10 Review and revise omnibus objections response charts Linda J. Neilson 1.70 hours at 200.00 per hour. \$340.00

03/17/10 Finalize and submit Panasonic findings of fact and conclusions of law and e-mails regarding same (.3); analyze and revise A. Isaac late claim brief and research and analyze cases regarding same (.6); analyze issues and multiple calls regarding late claim motions and discovery (.7); review claim orders and e-mails regarding same and updates to chart regarding same (.3); review claim summary chart for omnibus hearing and e-mails regarding same (.3); continue claim objection resolutions, analyze documents and claims, review chart, stipulations and orders, and multiple calls and e-mails regarding same (1.2) Sarah B. Boehm 3.40 hours at 495.00 per hour. \$1,683.00

03/17/10 Continued resolution of claims and multiple telephone conferences regarding same and review and analyze claims, pleadings, notices, and other items regarding same and research issues regarding same (3.5); draft response to A. Isaac and review and analyze issues regarding same and research issues regarding same (2.9); telephone conference and e-mails with Site A's motion for late allowance of late claims and related issues (1.3) Daniel F. Blanks 7.70 hours at 415.00 per hour. \$3,195.50

03/17/10 Review draft stipulation and proofs of claim and correspond with creditors' counsel regarding same (.8); review and analyze discovery requests, draft correspondence regarding same, and correspond with debtors' professionals regarding service (1.2); correspond with debtors regarding draft stipulation (.3); correspond with creditor regarding demand letter and extension of time to respond (.4); research service and receipt



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issue (.6); review, analyze, and prepare motion for summary judgment and memorandum in support thereof for filing (.8), draft notice of motion and hearing of same, file, and arrange for service (1.1); review, prepare and submit consent order on motion for late filed claim to Court (.6)

Bryan A. Stark 5.80 hours at 335.00 per hour. \$1,943.00

03/17/10 E-mail with debtor's professionals regarding review of documents involving Fleet Management  
Erin Q. Ashcroft .20 hours at 330.00 per hour. \$66.00

03/18/10 Prepared for and attend omnibus hearing regarding status of various claims and participated in meeting with clients regarding same  
Douglas M. Foley 3.90 hours at 600.00 per hour. \$2,340.00

03/18/10 Prepare for claims status hearing and revise chart regarding same (.4); participate in omnibus hearing regarding claim matters (1.3); prepare for and participate in claims meeting regarding status of claim matters and strategy regarding same (3.7); analyze and revise late claim objection and e-mails regarding same (.3); continue claim objection resolutions, analyze documents and stipulations, and multiple calls and e-mails regarding same (.7); analyze e-mails regarding Panasonic findings of fact and conclusions of law (.2); review entered claim orders and e-mails regarding same (.2); review and revise agenda regarding initial status conference claim matters (.3)  
Sarah B. Boehm 7.10 hours at 495.00 per hour. \$3,514.50

03/18/10 Prepare for and participate in conference with client and debtors' professionals regarding claims, strategies, and other issues and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same (3.3); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same (1.8); revise and filed response to A. Isaac and e-mails and telephone conference regarding same (.6)  
Daniel F. Blanks 5.70 hours at 415.00 per hour. \$2,365.50

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03/18/10 Prepare for and participate in claims meeting (3.2); review, analyze and file reply in support of summary judgment motion (.7); review notes and draft summary of ongoing settlements (.4); correspond with debtors' professionals and debtors regarding same (.3); review and analyze revised numbers to be incorporated into draft settlement and correspond with debtor regarding same (.4)  
Bryan A. Stark 5.00 hours at 335.00 per hour. \$1,675.00

03/18/10 Analyze and revise omnibus objections response chart  
Linda J. Neilson 2.70 hours at 200.00 per hour. \$540.00

03/19/10 Numerous e-mails with debtors' professionals and client and creditors counsel regarding status of resolution of various claims and scheduling matters for hearings on merits on March 25 and April 6 (1.3); e-mails regarding discovery requests with respect to late claim motions and certain 503(b)(9) claims (.3)  
Douglas M. Foley 1.60 hours at 600.00 per hour. \$960.00

03/19/10 Review and revise Sennheiser discovery, analyze pleadings and documents, and multiple calls and e-mails regarding settlement negotiations and status of other late claim matters (.7); analyze issues and multiple calls and e-mails regarding class action motions for summary judgment and related issues (.5); continue claim objection resolutions, analyze documents and claims, draft and revise stipulations and orders and multiple calls and e-mails regarding same (2.4); analyze issues and e-mails regarding status of various settlement negotiations (.4)  
Sarah B. Boehm 4.00 hours at 495.00 per hour. \$1,980.00

03/19/10 Continued resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same  
Daniel F. Blanks 6.50 hours at 415.00 per hour. \$2,697.50

03/19/10 Review, analyze and submit supplemental orders on omnibus objections (.4); negotiate, review and revise draft settlement agreement and draft notice of same (1.1); correspond with debtors' professionals, debtors and creditors' counsel

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regarding draft stipulation (.4); review and analyze discovery requests, finalize and serve on parties (1.8); correspond with debtors' professionals regarding same (.4); review, finalize and file notice of settlement and arrange for service (.6)  
Bryan A. Stark 4.70 hours at 335.00 per hour. \$1,574.50

03/19/10 Work on omnibus objection response chart (3.9); preparations for claimant deposition (.8)  
Karen B. Cain 4.70 hours at 215.00 per hour. \$1,010.50

03/20/10 Correspond with creditors regarding draft stipulation and revise stipulation  
Bryan A. Stark .40 hours at 335.00 per hour. \$134.00

03/21/10 Analyze reply regarding class proof of claim objections and e-mails regarding same  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

03/22/10 E-mails regarding omnibus reply regarding class claim objections (.3); analyze issues and strategy regarding late claims and multiple calls and e-mails regarding same (.6); continue claim objection resolutions, analyze claims, documents and pleadings, draft and revise supplemental orders and stipulations, and multiple calls and e-mails regarding same (1.8); analyze issues and multiple calls regarding F. Wilson motion for summary judgment and related claim objection (.3); analyze and revise adjourned claims chart and e-mails regarding same (.4)  
Sarah B. Boehm 3.40 hours at 495.00 per hour. \$1,683.00

03/22/10 Review, revise and file reply brief to class proofs of claim and e-mails with debtors' professionals and KCC regarding same (1.1); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review, analyze claims, pleadings, documents, and charts regarding same and research issues regarding same (5.4)  
Daniel F. Blanks 6.50 hours at 415.00 per hour. \$2,697.50

03/22/10 Correspond with creditors' counsel and debtors, research outstanding issues, and revise draft stipulation  
Bryan A. Stark 1.90 hours at 335.00 per hour. \$636.50

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03/23/10 Numerous e-mails and analyze issues relating to pending late claim motions and late claim objections and possible resolution of same and review back up documentation regarding same (2.7); e-mails regarding statement of issues on appeal with respect to ruling on 502(d) and application to 503(b)(9) claims (.3)  
Douglas M. Foley 3.00 hours at 600.00 per hour. \$1,800.00

03/23/10 Analyze issues and e-mails regarding appellee designations for record on appeal regarding claim orders (.4); analyze, revise, finalize and file opposition brief and related motion to consolidate regarding appeals and multiple calls and e-mails regarding same (.6); continue claim objection resolutions, analyze claims, pleadings and documents, analyze and revise stipulations and supplemental orders, revise adjourn chart, and multiple calls and e-mails regarding same (4.7)  
Sarah B. Boehm 5.70 hours at 495.00 per hour. \$2,821.50

03/23/10 Continue resolution of claims and multiple telephone conferences with parties and claimants regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding same (3.4); e-mails with Site A regarding late claim issue (.5)  
Daniel F. Blanks 3.90 hours at 415.00 per hour. \$1,618.50

03/23/10 Correspond with creditors' counsel regarding draft stipulation (.8); review, revise, and update draft stipulation and circulate for review (1.1); review and update draft stipulation and e-mail to counsel for sign off (.4)  
Bryan A. Stark 2.30 hours at 335.00 per hour. \$770.50

03/24/10 Review and analyze several stipulations regarding resolutions of various claims including SDI and carve out from release language relating to flat panel screen litigation (.8); e-mails regarding status of potential settlement with Audiovox (.4); continued preparation for hearing on trial of late claim motion for A. Isaacs and review and analyze documents and case law regarding same (1.7)  
Douglas M. Foley 2.90 hours at 600.00 per hour. \$1,740.00

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03/24/10 Analyze omnibus objections set for initial status conference, responses to same, e-mails regarding exhibits to orders, prepare for hearing, and multiple calls and e-mails regarding same (1.6); analyze issues and strategy regarding late claims and multiple calls and e-mails regarding same (.8); continue claim objection resolutions, analyze documents and claims, draft correspondence, analyze and revise stipulations and orders, finalize and file SDI, finalize submit claim orders, revise adjourned claims chart, and multiple calls and e-mails regarding same (3.8)  
Sarah B. Boehm 6.20 hours at 495.00 per hour. \$3,069.00

03/24/10 Continued resolution of claims and multiple telephone conferences and e-mails with claimants regarding same and review and analyze claims, pleadings, and other material regarding same and research issues regarding same (5.9); review items and service for A. Isaac and related issues (.8)  
Daniel F. Blanks 6.70 hours at 415.00 per hour. \$2,780.50

03/24/10 Review and analyze omnibus objections regarding various claims and correspond with debtors' professionals regarding same (1.3); correspond with creditor's counsel regarding omnibus objections (.6); correspond with creditor's counsel regarding hearing dates (.3)  
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

03/24/10 Conference with debtor's professionals regarding discovery requests and depositions  
Erin Q. Ashcroft .50 hours at 330.00 per hour. \$165.00

03/25/10 Prepare for and participate in omnibus hearing regarding omnibus claim objections and related matters (5.8); analyze exhibits for claim orders and e-mails regarding same (.3); continue claim objection resolutions and multiple calls and e-mails regarding same (.6)  
Sarah B. Boehm 6.70 hours at 495.00 per hour. \$3,316.50

03/25/10 Continue resolution of claims and multiple telephone conferences and e-mails with debtors' professionals and claimants regarding same and review and analyze claims, pleadings, and other materials regarding same and research issues regarding same  
Daniel F. Blanks 2.30 hours at 415.00 per hour. \$954.50

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03/25/10	Review motion to reconsider and other claims filings and correspond with debtors' professionals regarding same (1.2); finalize draft stipulations, draft notices of stipulation, file and arrange for service of same (2.3); correspond with creditors' counsel regarding same (.4); review, analyze and provide comments on omnibus objection and draft notice of same (.7) Bryan A. Stark 4.60 hours at 335.00 per hour.	\$1,541.00
03/26/10	Review 70th omni objection for filing (.4); review response by Site A relating to excusable neglect issues and analyze same (.4); numerous e-mails regarding status of various demand letters and responses as well as potential resolution of late claim matters and proposed stipulations regarding same (1.7) Douglas M. Foley 2.50 hours at 600.00 per hour.	\$1,500.00
03/26/10	Draft, revise, finalize and submit multiple claim orders on omnibus objections and draft and revise orders regarding motions for summary judgment and multiple calls and e-mails regarding same (1.8); review notice of hearing on merits regarding omni 67 and calls regarding same (.2); multiple calls and e-mails with counsel regarding omni 56 ruling and order (1.1); continue claim objection resolutions, analyze documents and correspondence, revise orders and stipulations, and multiple calls and e-mails regarding same (2.0) Sarah B. Boehm 5.10 hours at 495.00 per hour.	\$2,524.50
03/26/10	Continue resolution of claims and multiple telephone conferences and e-mails with debtors' professionals and claimants regarding same and review and analyze claims, pleadings, and other materials regarding same and research issues regarding same Daniel F. Blanks 4.90 hours at 415.00 per hour.	\$2,033.50

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03/26/10	Review and file certificate of no objections (.4); review, analyze, finalize, file and arrange for service of omnibus objection to claims (.9); correspond with debtors' professionals regarding same (.4); draft notice of hearing on merits, file and arrange for service (.4); review and analyze claims regarding setoff objections, research issues, review Debtor's analysis regarding same (1.8)		
	Bryan A. Stark 3.90 hours at 335.00 per hour.		\$1,306.50
03/26/10	Research and prepare stipulation and agreement regarding Henrico County claims		
	Linda J. Neilson 1.00 hours at 200.00 per hour.		\$200.00
03/28/10	E-mails regarding adjourned claims chart and analyze same		
	Sarah B. Boehm .30 hours at 495.00 per hour.		\$148.50
03/29/10	Telephone conference and e-mails with debtors' professionals regarding status of various unresolved claims including review and analysis of filings and objections in preparation for upcoming hearings		
	Douglas M. Foley 1.40 hours at 600.00 per hour.		\$840.00
03/29/10	Draft and revise multiple orders regarding motions for summary judgment reclassifying class claims and multiple calls and e-mails regarding same (.7); review pleadings, analyze and revise adjourned claims chart and multiple calls and e-mails regarding same (1.9); continue claim objection resolutions, analyze documents, claims and correspondence, analyze settlement offer, draft and revise stipulations and submit claim orders, and multiple calls and e-mails regarding same (3.3); review upcoming claim status matters for next omnibus hearing and e-mails regarding same (.4)		
	Sarah B. Boehm 6.30 hours at 495.00 per hour.		\$3,118.50
03/29/10	Draft orders from March 25, 2010 omnibus hearing and review material regarding same regarding claims (.6); continue resolution of claims and multiple telephone conferences and e-mails with debtors' professionals and claimants regarding same and review and analyze claims, pleadings, and other materials regarding same and research issues regarding same (4.7)		
	Daniel F. Blanks 5.30 hours at 415.00 per hour.		\$2,199.50

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03/29/10 Review and analyze debtors' and claimants' accounts receivables analyses (1.3); review documents produced and correspond with debtors, debtors' professionals and claimants' counsel regarding status and settlement of same (2.0); review and analyze claims chart and update status of claims and stipulations (.6); review docket for objections to stipulations (.2)  
Bryan A. Stark 4.10 hours at 335.00 per hour. \$1,373.50

03/29/10 Review court findings on responses to omnibus objections (3.2); work on chart of pending responses (2.9); e-mail to and from court reporter (.2)  
Karen B. Cain 6.30 hours at 215.00 per hour. \$1,354.50

03/30/10 Numerous e-mails and telephone conferences with debtors' counsel, creditors' counsel and client regarding status of motion for leave to appeal claims rulings and procedures in District Court for docketing same and adversary proceedings relating thereto (.7); e-mails and analysis of potential offer and counteroffer relating to Sennheiser late claim motion and late claim resolution with respect to 503(b)(9) administrative claim (.6)  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

03/30/10 Analyze hearing transcript regarding omni 56 and multiple calls and e-mails regarding order for same (1.2); analyze issues and strategy regarding late claim resolutions and multiple calls and e-mails regarding same (.8); revise, finalize and submit multiple claim orders and calls and e-mails regarding same (.8); review draft agenda and multiple e-mails regarding status of various matters (.3); continue claim objection resolutions, analyze claims and pleadings, draft and revise stipulations, review exhibits to orders, revise adjourned claims chart, and multiple calls and e-mails regarding same (2.9)  
Sarah B. Boehm 6.00 hours at 495.00 per hour. \$2,970.00

03/30/10 Continue resolution of claims and multiple telephone conferences and e-mails with claimants, debtors' professionals and others regarding same and review and analyze claims, pleadings, charts, and documents regarding same and analyze strategies regarding same  
Daniel F. Blanks 6.80 hours at 415.00 per hour. \$2,822.00



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03/30/10	Review, analyze and file notice of settlement (.7); correspond with debtors' professionals regarding outstanding unresolved objections (.4); create file regarding claimant's response to accounts receivable demand, review, analyze and research issues relating to setoff (1.4) Bryan A. Stark 2.50 hours at 335.00 per hour.	\$837.50
03/30/10	Review and prepare stipulation for Henrico County claims Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
03/30/10	Analyze and revise chart of omnibus objection responses Karen B. Cain 1.30 hours at 215.00 per hour.	\$279.50
03/31/10	Review proposed and revise stipulations resolving various claims and e-mails with debtors' professionals and client regarding same (1.8); telephone conference with creditors' counsel regarding finalization of form of order relating to 56th omnibus claim objection relating to employee claims and review and revise same (.7) Douglas M. Foley 2.50 hours at 600.00 per hour.	\$1,500.00
03/31/10	Continue to analyze issues regarding omni 56 order, revise order, telephone conference with M. Mueller, and multiple calls and e-mails regarding same (1.1); analyze issues and strategy regarding late claim resolutions and multiple calls and e-mails regarding same (.9); continue claim objection resolutions, analyze claims and pleadings, draft and revise stipulations, review exhibits to orders, revise adjourned claims chart, and multiple calls and e-mails regarding same (3.5) Sarah B. Boehm 5.50 hours at 495.00 per hour.	\$2,722.50
03/31/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants and debtors' professionals regarding same and review and analyze claims, pleadings, and other material regarding same and research issues regarding same Daniel F. Blanks 4.10 hours at 415.00 per hour.	\$1,701.50
03/31/10	Review and analyze motion and attachments for class certification (.8); analyze documentation from debtors and from various creditors relating to accounts receivables and setoff (1.2); research issues regarding same (.6);	

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03/31/10	Analyze stipulations and settlement agreement claims (1.1); draft stipulations for Escambien (2.1); review e-mail regarding stipulations and settlement amounts (.3)	
	Erin Q. Ashcroft	3.50 hours at 330.00 per hour. \$1,155.00

Re: Disclosure Statement and Plan  
Our File No. 2055557-0270  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/25/10	Draft and revise notice of continued confirmation hearing and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
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<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	0.3	\$180.00
Sarah B. Boehm	\$495.00	0.6	\$297.00
		<u>0.9</u>	<u>\$477.00</u>
TOTAL FEES			

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**Re: Employee Benefits/Pensions**

Our File No. 2055557-0280  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/02/10 Review motion directing Wachovia Bank as  
custodian of supplemental 401(k) plan and  
e-mails with debtors' professionals and analyze  
issues regarding same  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

03/04/10 Review motion relating to turnover action  
against Wachovia for supplemental 401(k) funds  
and e-mails with debtors' professionals  
regarding same  
Douglas M. Foley 1.10 hours at 600.00 per hour. \$660.00

03/04/10 Review and analyze motion regarding  
supplemental 401(k) plan (.3); draft notice of  
same, file with Court and arrange for service  
(.6)  
Bryan A. Stark .90 hours at 335.00 per hour. \$301.50

03/08/10 Correspond with debtors' professionals  
regarding liquidation incentive plan and assist  
in hearing preparation  
Bryan A. Stark .30 hours at 335.00 per hour. \$100.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	2.0	\$1,200.00
Bryan A. Stark	\$335.00	1.2	\$402.00
		<u>3.2</u>	<u>\$1,602.00</u>
TOTAL FEES			

Disbursements and Other Expenses:

Copy Charges	\$421.30
Pacer Research	\$63.36
Long Distance Telephone Charges	\$144.00
02/16/10 GENESYS CONFERENCING, INC. - Conference call hosted by Daniel F. Blanks on 02/16/2010	\$9.04
02/24/10 GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 02/24/2010	\$38.69
02/25/10 GENESYS CONFERENCING, INC. - Conference call hosted by Daniel F. Blanks on 02/25/2010	\$47.80
02/25/10 GENESYS CONFERENCING, INC. - Conference call hosted by Daniel F. Blanks on 02/25/2010	\$49.05

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02/25/10	GENESYS CONFERENCING, INC. - Conference call hosted by Daniel F. Blanks on 02/25/2010	\$ .10
03/01/10	FedEx Priority Overnight to CHICAGO IL; tracking #439495735315	\$30.26
03/01/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 03/01/2010	\$3.24
03/01/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 03/01/2010	\$14.55
03/03/10	DANIEL F. BLANKS - Prepare for and attend Omni hearing 2/24 - 2/25; hotel, meal, mileage	\$377.25
03/03/10	GENESYS CONFERENCING, INC. - Conference call hosted by Daniel F. Blanks on 03/03/2010	\$20.14
03/03/10	DOUGLAS M. FOLEY - Attend court hearing and meeting client 2/21 - 2/24; hotel, meals, mileage	\$779.92
03/03/10	SARAH B. BOEHM - Van shuttle to bankruptcy court 2/24	\$357.00
03/05/10	FedEx Priority Overnight to NEW YORK CITY NY; tracking #439495738921	\$8.96
03/08/10	GENESYS CONFERENCING, INC. - Conference call hosted by Douglas M. Foley on 03/08/2010	\$117.94
03/08/10	FedEx Priority Overnight to LACONIA NH; tracking #439495739181	\$22.63
03/11/10	DOUGLAS M. FOLEY - Attend omni hearing 3/07; hotel, mileage	\$271.84
03/12/10	SARAH B. BOEHM - Van shuttle to bankruptcy court 3/05	\$236.25
03/16/10	J&J COURT TRANSCRIBERS INC - Federal Court 14-day on 2/11/2010	\$102.00
03/16/10	FedEx Priority Overnight to NEW YORK CITY NY; tracking #986584525195	\$8.96
03/17/10	FedEx Priority Overnight to PITTSBURGH PA; tracking #447957281826	\$8.96
03/17/10	FedEx Priority Overnight to NEW YORK CITY NY; tracking #447957281815	\$8.96
03/18/10	FedEx Priority Overnight to WILMINGTON DE; tracking #447957282215	\$7.81
03/19/10	DANIEL F. BLANKS - Attend client meeting 3/11; meal, mileage	\$199.80
03/19/10	US BANKRUPTCY COURT, CLERK - Certified copies	\$68.00
03/19/10	J&J COURT TRANSCRIBERS INC - Federal Court Daily on 3/8/2010 - Rush/Next Day	\$532.40
03/19/10	FedEx Priority Overnight to LOS ANGELES CA; tracking #447957282774	\$11.99
03/19/10	J&J COURT TRANSCRIBERS INC - Federal Court 14-Day on 2/24/2010	\$127.50
03/19/10	FedEx Priority Overnight to BIRMINGHAM AL; tracking #986584525357	\$13.34
03/22/10	FedEx Priority Overnight to NEW YORK CITY NY; tracking #447957283233	\$8.96
03/23/10	DANIEL F. BLANKS - Attend client meeting and omni hearing 3/17 - 3/18; hotel, meals, mileage	\$345.95

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03/23/10	SARAH B. BOEHM - Van transportation to bankruptcy count hearing 3/18	\$286.75
03/23/10	SARAH B. BOEHM - Lunch meeting with Circuit City 3/18	\$116.79
03/26/10	DOUGLAS M. FOLEY - Attend omni hearing and meeting with client 3/15; mileage	\$93.30
03/26/10	BRYAN A. STARK - Complaint fees; 10-3054-KRH, 10-3055-KRH AND 10-03056-KRH	\$750.00
03/29/10	RESTAURANTEUR, INC. - Lunch 1/28/10	\$115.44
03/29/10	RESTAURANTEUR, INC. - Lunch 3/25/10	\$131.54
03/29/10	RESTAURANTEUR, INC. - Lunch 2/24/10	\$131.54
03/29/10	RESTAURANTEUR, INC. - Lunch 3/8/10	\$114.89
03/30/10	BIZPORT-LOGISTICS - Delivery from USDC to MW Richmond 1/19/10	\$6.00
03/30/10	BIZPORT-LOGISTICS - Delivery from MW Richmond to Tavenner 2/23/10	\$6.00
03/30/10	BIZPORT-LOGISTICS - Delivery from MW Richmond to US Bankruptcy 2/23/10	\$13.00
03/31/10	DOUGLAS M. FOLEY - Attend omni hearing and client meeting 3/24; hotel, meals, parking, mileage	\$506.31
03/31/10	LASERSHIP, INC. - Delivery from Richmond LLP to Tavernner Beran PLC 3/23/2010	\$7.98
03/31/10	LASERSHIP, INC. - Delivery from MW Richmond to US Bankruptcy Court 2/22/10	\$5.32
03/31/10	LASERSHIP, INC. - Delivery from MW Richmond to US Bankruptcy Court 2/2/10	\$7.98
	TOTAL EXPENSES	\$6,750.79

Summary of Fees and Expenses:

Total Fees for all Matters:	\$324,776.00
Total Expenses for all Matters:	<u>\$6,750.79</u>
Total for this Invoice:	<u>\$331,526.79</u>



Douglas M. Foley  
(804) 775-1150

One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030

May 12, 2010

REMITTANCE COPY  
PLEASE RETURN WITH PAYMENT  
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91250097

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$89,868.75  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:	
Current Fees:	\$286,893.50
Current Disbursements:	<u>\$7,043.64</u>
Current Invoice Total:	<u>\$293,937.14</u>

Total Balance Due:	<u><u>\$383,805.89</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP  
Attn: Accounts Receivable  
901 E. Cary Street  
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



**Douglas M. Foley**  
**(804) 775-1150**

**One James Center**  
**901 East Cary Street**  
**Richmond, Virginia 23219-4030**

May 12, 2010

Circuit City Stores, Inc.  
4951 Lake Brook Drive  
Glen Allen, VA 23060

Bill Through: 04/30/10

**INVOICE NO. 91250097**

**TAX ID NO. 54-0505857**

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

**Re: General Case Administration**

**Our File No. 2055557-0010**  
**Circuit City Contact Katie Bradshaw**  
**McGuireWoods Contact Douglas M. Foley**

04/01/10	Begin review and revisions to agenda for hearing on April 6, and e-mails with debtor's professionals regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
04/01/10	Review and respond to subpoenas and garnishment requests (1.2); review 4/6/10 hearing agenda (.6); prepare documents for 4/6/10 (1.1) Linda J. Neilson 2.90 hours at 200.00 per hour.	\$580.00
04/02/10	Review and revise agenda for April 6 hearing date, and e-mails with debtor's professionals regarding same Douglas M. Foley 1.10 hours at 600.00 per hour.	\$660.00
04/02/10	Review, analyze, revise, and file hearing agenda and review docket and pleadings regarding same Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
04/02/10	Review, analyze and update agenda Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00

Circuit City Stores Inc  
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04/02/10	Chart telephone calls and issues to be resolved (.2); return calls regarding employment verification (.3) Nancy S. von Bargaen .50 hours at 240.00 per hour.	\$120.00
04/02/10	Review and revise 4/6/10 hearing agenda for filing (1.6); prepare documents for 4/6/10 hearing (.4); review and draft responses to garnishment requests (1.5) Linda J. Neilson 3.50 hours at 200.00 per hour.	\$700.00
04/05/10	Review agenda and pleadings for matters on for hearing on April 6, and prepare for same Douglas M. Foley 3.90 hours at 600.00 per hour.	\$2,340.00
04/05/10	E-mails and telephone conferences with parties regarding April 6th omnibus hearing and related issues Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
04/06/10	Prepare for and participate in omnibus hearing regarding various matters, including pending claim objections on merits and various plan confirmation issues Douglas M. Foley 4.20 hours at 600.00 per hour.	\$2,520.00
04/06/10	Prepare for and participate in omnibus hearing and conference with professionals regarding same (3.2); revise letter regarding destruction of designation of items on appeal and e-mails regarding same (.3) Sarah B. Boehm 3.50 hours at 495.00 per hour.	\$1,732.50
04/06/10	E-mails and telephone conferences and e-mails with parties regarding April 6, 2010 hearing and related issues Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
04/06/10	Review and prepare responses to garnishment requests and subpoenae Linda J. Neilson 2.30 hours at 200.00 per hour.	\$460.00
04/07/10	Chart telephone calls and issues to be resolved Nancy S. von Bargaen .10 hours at 240.00 per hour.	\$24.00
04/07/10	Prepare response to subpoenae and requests for garnishments Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00



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04/09/10	Chart telephone calls and issues to be resolved (.3); return calls regarding employment verification (.3) Nancy S. von Bargaen .60 hours at 240.00 per hour.	\$144.00
04/09/10	Review and prepare responses to subpoenae and garnishments Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
04/12/10	Numerous e-mails and review of agenda and Exhibit A for hearing on April 15 and revised same Douglas M. Foley 1.40 hours at 600.00 per hour.	\$840.00
04/12/10	Multiple calls and e-mails regarding additional omnibus hearing dates and related procedural matters Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
04/12/10	E-mails and telephone conferences with parties regarding agenda and other related issues and hearing regarding April 15th Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
04/12/10	Correspond with debtors' professionals regarding agenda and changes thereto (.3); finalize and file agenda and arrange for service (.4) Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
04/12/10	Review and revise 4/15/10 hearing agenda and exhibit A for filing (2.3); prepare documents for 4/15/10 hearing (1.2) Linda J. Neilson 3.50 hours at 200.00 per hour.	\$700.00
04/13/10	Prepare documents for 4/15/10 omni hearing Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
04/13/10	Omnibus hearing preparation (1.7); analyze counter designations for appeal binders (1.2) Karen B. Cain 2.90 hours at 215.00 per hour.	\$623.50
04/14/10	Review agenda and pleadings and prepared for omnibus hearings on April 15 Douglas M. Foley 1.80 hours at 600.00 per hour.	\$1,080.00
04/14/10	Prepare for and participate in conference call in preparation for omnibus hearing Bryan A. Stark .80 hours at 335.00 per hour.	\$268.00

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04/14/10	Chart telephone calls and issues to be resolved (.1); return creditor telephone calls (.1) Nancy S. von Bargaen .20 hours at 240.00 per hour.	\$48.00
04/14/10	Review and respond to subpoena request Linda J. Neilson .50 hours at 200.00 per hour.	\$100.00
04/14/10	Review bankruptcy court docket for late filings (1.1); work on hearing binders (1.2) Karen B. Cain 2.30 hours at 215.00 per hour.	\$494.50
04/15/10	Review and analyze agenda and prepare for and attend hearing on status of omnibus claim objections and class action claim resolution and meetings with client regarding same Douglas M. Foley 5.90 hours at 600.00 per hour.	\$3,540.00
04/15/10	E-mails regarding additional omnibus hearing dates and related procedural matters Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
04/15/10	Prepare for and participate in omnibus hearing and multiple telephone conferences and e-mails with parties regarding same and research issues regarding same Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00
04/15/10	Hearing preparations (2.9); prepare argument binders for professionals (2.7); attend omnibus hearing (3.1) Karen B. Cain 8.70 hours at 215.00 per hour.	\$1,870.50
04/16/10	Review and respond to garnishment requests Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
04/19/10	Review and prepare responses to garnishments and subpoenae Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
04/20/10	E-mail to and from court reporter regarding omnibus hearing transcripts Karen B. Cain .70 hours at 215.00 per hour.	\$150.50
04/21/10	Correspondence regarding case and omnibus hearing with debtors and debtors' professionals Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
04/21/10	Review draft 4/29/10 hearing agenda Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00

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04/21/10	E-mail to and from court reporter regarding omnibus hearing transcripts Karen B. Cain .40 hours at 215.00 per hour.	\$86.00
04/22/10	Chart telephone calls and issues to be resolved (.2); return creditor telephone calls (.2) Nancy S. von Bargen .40 hours at 240.00 per hour.	\$96.00
04/26/10	Review, revised and updated agenda for April 29th hearing and review pleadings regarding same Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00
04/26/10	E-mails and telephone conferences with parties regarding April 29th omnibus hearing and review proposed agenda regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
04/26/10	Review agenda and correspond with debtors' professionals regarding agenda (.8); finalize and file agenda and arrange for service of same (.4) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
04/26/10	Chart telephone calls and issues to be resolved (.1) Nancy S. von Bargen .10 hours at 240.00 per hour.	\$24.00
04/26/10	Review, revise and circulate 4/29/10 hearing agenda and exhibit for filing (2.2); review and respond to garnishment requests (.7) Linda J. Neilson 2.90 hours at 200.00 per hour.	\$580.00
04/26/10	Research regarding monthly fee statements (.6); manage omnibus hearing transcripts (.3) Karen B. Cain .90 hours at 215.00 per hour.	\$193.50
04/27/10	Continued preparation and review of pleadings for hearings on April 29th omnibus hearing date and e-mails with co-counsel and client regarding same Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00
04/27/10	Review and file affidavits of service and correspond with debtors' professionals regarding same Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
04/27/10	Prepare documents for 4/29/10 hearing Linda J. Neilson 2.30 hours at 200.00 per hour.	\$460.00

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04/28/10 Assist with omnibus hearing preparations (1.7);  
prepare exhibits for hearing (.7); e-mail to  
and from court reporter regarding transcript  
(.4); e-mail to and from professionals  
regarding hearing binders (.7); telephone call  
from respondent to omnibus objection regarding  
hearing (.4)  
Karen B. Cain 3.90 hours at 215.00 per hour. \$838.50

04/29/10 Prepare for and participate in omnibus hearing  
and review and analyze items regarding same and  
multiple telephone conferences and e-mails with  
parties regarding same  
Daniel F. Blanks 1.50 hours at 415.00 per hour. \$622.50

04/29/10 Review motion to implement protocol procedures  
(.3); draft motion to shorten notice, motion to  
expedite and notice of motions regarding same  
(1.2); correspond with Court and debtors'  
professionals regarding same (.3); review and  
analyze certificates of service for filing and  
correspond with debtors' professionals  
regarding same (.4)  
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

04/29/10 Assist with omnibus hearing preparations (1.7);  
prepare exhibits for hearing (.4); work on  
document support for conference call (1.1)  
Karen B. Cain 3.20 hours at 215.00 per hour. \$688.00

04/30/10 Finalize and file notice regarding cancellation  
of surety bonds and multiple e-mails regarding  
same (.4); finalize and submit various orders  
regarding Canada protocol and e-mails regarding  
same (.4)  
Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	21.8	\$13,080.00
Sarah B. Boehm	\$495.00	5.0	\$2,475.00
Daniel F. Blanks	\$415.00	7.9	\$3,278.50
Bryan A. Stark	\$335.00	6.1	\$2,043.50
Nancy S. von Bargen	\$240.00	1.9	\$456.00
Karen B. Cain	\$215.00	23.0	\$4,945.00
Linda J. Neilson	\$200.00	25.0	\$5,000.00
TOTAL FEES		90.7	\$31,278.00

Re: Restructuring and General Strategy  
Our File No. 2055557-0020  
Circuit City Contact Katie Bradshaw

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McGuireWoods Contact Douglas M. Foley

04/01/10 E-mails with board, debtor's professionals and client regarding board meeting, and review materials regarding same  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/02/10 Prepare for and participate in board meeting regarding status of case and confirmation process, and e-mails with debtor's professionals regarding same  
Douglas M. Foley 1.70 hours at 600.00 per hour. \$1,020.00

04/02/10 Analyze issues and telephone conference regarding board meeting and issues regarding confirmation  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

04/06/10 Analyze issues relating to plan confirmation process, pending unresolved issues relating to post-confirmation governance and structure  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

04/07/10 E-mails regarding status of issues relating to post-confirmation governance, participate in telephone call with committee counsel regarding same, and e-mails with client regarding same  
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

04/25/10 E-mails regarding scheduling of Board call and issues relating to confirmation and committee matters  
Douglas M. Foley .20 hours at 600.00 per hour. \$120.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	3.9	\$2,340.00
Sarah B. Boehm	\$495.00	0.4	\$198.00
		<u>4.3</u>	<u>\$2,538.00</u>
TOTAL FEES			

Re: Monthly Operating Reports

Our File No. 2055557-0060  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/15/10 Prepare and file February 2010 monthly operating report  
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

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<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.5	\$207.50
TOTAL FEES		0.5	\$207.50

**Re: Professional Retention/Fee Applications**

Our File No. 2055557-0070  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/01/10 Begin review and revisions to updated affidavit of employment of McGuireWoods  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/01/10 Analyze reports regarding interested parties and draft and revise supplemental 2014 affidavit regarding McGuireWoods (3.1); multiple calls and e-mails regarding E&Y new statement of work and related application (.5)  
Sarah B. Boehm 3.60 hours at 495.00 per hour. \$1,782.00

04/02/10 Analyze issues and e-mails regarding supplemental declaration for McGuireWoods (.5); e-mails regarding retention of various professionals (.3)  
Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

04/05/10 Analyze issues and e-mails regarding retention of various professionals (.2); analyze interested party lists, revise supplemental declaration regarding McGuireWoods and e-mails regarding same (.4)  
Sarah B. Boehm .60 hours at 495.00 per hour. \$297.00

04/09/10 Finalize monthly fee statement and draft related correspondence, review spreadsheet and e-mail to J. Turner regarding same  
Sarah B. Boehm .60 hours at 495.00 per hour. \$297.00

04/12/10 E-mails regarding issues relating to FTI completion fee and analyze same  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/14/10 E-mails regarding hearing on fifth interim fee applications and analyze issues regarding same  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

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04/15/10 Finalize draft orders approving fifth interim fee applications of debtors' professional  
Bryan A. Stark 1.50 hours at 335.00 per hour. \$502.50

04/20/10 Revise, finalize and submit multiple orders regarding fifth interim fee applications  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

04/23/10 E-mails regarding application to expand E&Y scope and contingency fee firm regarding recovery of assets (.3); draft, revise, finalize and file affidavit of ordinary course professional and supplemental exhibit regarding same (1.1); e-mails with KPMG regarding monthly fee statement (.1)  
Sarah B. Boehm 1.50 hours at 495.00 per hour. \$742.50

04/26/10 E-mail to J. Lee regarding E&Y supplemental application  
Sarah B. Boehm .10 hours at 495.00 per hour. \$49.50

04/29/10 E-mails with J. Lee regarding Ernst & Young third supplemental application  
Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

04/30/10 Draft, revise, finalize and file Ernst & Young third supplemental application and notice and multiple e-mails regarding same  
Sarah B. Boehm 2.20 hours at 495.00 per hour. \$1,089.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	0.8	\$480.00
Sarah B. Boehm	\$495.00	10.4	\$5,148.00
Bryan A. Stark	\$335.00	1.5	\$502.50
		<hr/>	<hr/>
		TOTAL FEES 12.7	\$6,130.50

Re: Automatic Stay  
Our File No. 2055557-0090  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/27/10 Correspondence regarding subpoenas and related issues  
Daniel F. Blanks .40 hours at 415.00 per hour. \$166.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.4	\$166.00
		<hr/>	<hr/>
		TOTAL FEES 0.4	\$166.00

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**Re: Employment and Compensation**

Our File No. 2055557-0120  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/22/10 Analyze motion to enforce incentive payment and multiple e-mails regarding same  
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	0.3	\$148.50
TOTAL FEES		0.3	\$148.50

**Re: Executory Contracts**

Our File No. 2055557-0140  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/07/10 E-mails with R. McIntosh regarding customs bond and motion to terminate surety bonds, and review and revise consent order regarding same  
Douglas M. Foley .50 hours at 600.00 per hour. \$300.00

04/12/10 E-mails with R. McIntosh regarding consent order on Customs Bond and finalize same  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

04/12/10 Review and submit order resolving objections to motion to reject surety bonds  
Bryan A. Stark .20 hours at 335.00 per hour. \$67.00

04/13/10 Review Chase contract and e-mails with Chase regarding same and research issues regarding same  
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

04/14/10 Review and analyze Chase contract and analyze defenses and other items regarding same and prepare for and participate in telephone conference with Chase regarding same  
Daniel F. Blanks 2.20 hours at 415.00 per hour. \$913.00



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04/18/10	Draft response to Ryan's motion for reconsideration and review and analyze claims and other documents regarding same Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
04/21/10	Continue drafting and revising response to Ryan and research issues regarding same and review documents regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
04/22/10	Draft and revise objection to Ryan's motion for reconsideration and e-mails with parties regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
04/26/10	Analyze Ryan witness and exhibit lists and complaint and multiple calls and e-mails regarding hearing Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
04/26/10	Continue to review materials regarding Ryan's motion to reconsider and research issues and e-mails and telephone conferences with tax department regarding same and review and analyze complaint against debtors and other items and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
04/28/10	Review pleadings in preparation for contested motion to reconsider relating to Ryan Professional Services contract and meeting with client to prepare for same Douglas M. Foley 2.90 hours at 600.00 per hour.	\$1,740.00
04/28/10	E-mails with debtors' professionals regarding Ryan contract and background Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
04/29/10	Prepare for and participate in hearing regarding Ryan motion for reconsideration, analyze issues regarding same and e-mails regarding order denying same Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
04/30/10	Draft, finalize and submit order regarding Ryan motion for reconsideration and e-mails regarding same Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	3.7	\$2,220.00

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Sarah B. Boehm	\$495.00	1.7	\$841.50
Daniel F. Blanks	\$415.00	9.2	\$3,818.00
Bryan A. Stark	\$335.00	0.2	\$67.00
TOTAL FEES		14.8	\$6,946.50

Re: Litigation

Our File No.	2055557-0150
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

04/01/10 Review and revise several complaints relating to accounts receivable collection actions and preference issues and set-off for Apex, Mitsubishi and other vendors, and e-mails with debtor's professionals regarding same and filing (3.0); e-mails regarding settlement strategy relating to Creative Labs adversary proceeding (.4)  
Douglas M. Foley 3.40 hours at 600.00 per hour. \$2,040.00

04/01/10 Analyze complaints, motions to seal and notices regarding district court appeals and multiple e-mails regarding same  
Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

04/01/10 Draft notices and other items regarding new adversary proceeding complaints  
Daniel F. Blanks 1.10 hours at 415.00 per hour. \$456.50

04/01/10 Review and analyze documentation, correspondence and correspond with debtors and debtors' professionals regarding adversary proceedings (1.5); review and analyze demand letters regarding accounts receivables (.4); finalize and serve Sharp initial disclosures (.6); draft motions to seal and notices thereof, adversary cover sheets, and notices of adversary proceedings (1.8); file new adversary proceedings, motions to seal, and docket notices of adversary proceedings in bankruptcy appeals (1.4)  
Bryan A. Stark 5.70 hours at 335.00 per hour. \$1,909.50

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04/02/10	Review filings for district court motion for interlocutory appeal and briefs and designations regarding same (1.7); telephone conference and e-mails regarding status of flat panel litigation analysis and memorandum summarizing same (.4)		
	Douglas M. Foley	2.10 hours at 600.00 per hour.	\$1,260.00
04/02/10	Review, analyze, and revise complaints and accompanying motions and notices and related documents		
	Daniel F. Blanks	2.20 hours at 415.00 per hour.	\$913.00
04/02/10	Finalize, file and arrange for service of motions to seal exhibit regarding adversary proceedings (1.8); arrange for copies of under seal exhibits to be delivered in accordance with case management order (.6); review, analyze, and provide edits on draft complaint (.5)		
	Bryan A. Stark	2.90 hours at 335.00 per hour.	\$971.50
04/05/10	Analyze designations of record on appeal and e-mails regarding same		
	Sarah B. Boehm	.40 hours at 495.00 per hour.	\$198.00
04/05/10	Research preference issues (2.1); review and analyze preference charts from defendants and correspond with debtors' professionals regarding same (1.4); research registered agents and serve summons on adversary defendants (2.4)		
	Bryan A. Stark	5.90 hours at 335.00 per hour.	\$1,976.50
04/06/10	Correspond with debtors and debtors professionals regarding counteroffer (.3); review and analyze documentation supporting defenses and complaint and research and analyze issues relating to same (1.6); e-mail defendant regarding counteroffer (.3)		
	Bryan A. Stark	2.20 hours at 335.00 per hour.	\$737.00
04/07/10	Several e-mails and telephone conferences with debtor's counsel and opposing counsel regarding offers and counteroffers on pending adversary proceeding complaints and status of district court appeal and briefing schedule (1.7); e-mails with opposing counsel and debtor's professionals regarding Mitsubishi appeal and status of same, and review stipulation (.9)		
	Douglas M. Foley	2.60 hours at 600.00 per hour.	\$1,560.00

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04/07/10	Analyze stipulation staying appeal and multiple e-mails regarding filing same and district court requirements (.4); analyze record for appeal and documents regarding same (.4) Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
04/07/10	Correspond with debtors and debtors' professionals regarding counteroffer in litigation (.5); review documentation regarding counteroffer (.5); correspond with defendant regarding same (.3); review and analyze defendant's preference chart and compare to debtors' chart (.7) Bryan A. Stark 2.00 hours at 335.00 per hour.	\$670.00
04/08/10	E-mails and analyze potential settlement strategy with Creative Labs adversary proceeding Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
04/08/10	Analyze motion staying appeal and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
04/08/10	Review and analyze draft demand letters and correspond with debtor regarding same (1.1); correspond with creditor regarding demand letter and research issues relating to same (.8); correspond with debtors and debtors' professionals regarding adversary proceeding counteroffer and e-mail defendant regarding same (.7) Bryan A. Stark 2.60 hours at 335.00 per hour.	\$871.00
04/09/10	Analyze issues relating to flat panel screen litigation and review memorandum from Sussman Godfrey regarding same and telephone conferences with client regarding same (1.5); e-mails and analysis with client regarding Creative Labs counteroffer and response to same (.6) Douglas M. Foley 2.10 hours at 600.00 per hour.	\$1,260.00
04/09/10	E-mails and telephone conferences with Sirius regarding settlement and receipt of payment and related issues Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50

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04/09/10 Correspond with debtors and debtors' professionals regarding offers and settlement in adversary proceeding (.7); review and analyze documentation regarding same and draft e-mail to defendant (1.1)  
Bryan A. Stark 1.80 hours at 335.00 per hour. \$603.00

04/09/10 Exchange e-mails with counsel regarding restitution order (.2); review proposed motion to settle restitution order (.6); exchange e-mails regarding same (.1)  
Lori Michelle Scott .90 hours at 335.00 per hour. \$301.50

04/12/10 Review answers to complaints on various adversary proceedings and proposed scheduling orders regarding same and preparation of discovery (.6); e-mails regarding strategy relating to Schimenti 2004 examination and objection to 503(b)(9) claim and scheduling same (.3)  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

04/12/10 Correspond with debtors and debtors' professionals regarding counteroffer from defendant (.4); review and analyze documentation (.4); review and analyze answer to complaint (.4); review, analyze and file amended answer in adversary proceeding (.5); correspond with defendant's counsel regarding pretrial conference and other issues (.5)  
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

04/13/10 Correspond with defendants' counsel and debtors' professionals regarding pretrial conference and motion for leave (.6); review and prepare motion to dismiss appeal and file same (1.0)  
Bryan A. Stark 1.60 hours at 335.00 per hour. \$536.00

04/14/10 E-mails and telephone conference with Audiovox regarding resolution of accounts receivable and other issues  
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

04/14/10 Telephone call with defendant's counsel regarding pretrial conference (.3); correspond with debtor and debtors' professionals regarding contract with defendant and other adversary proceeding issues (.8); review and

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analyze product addenda and contract documentation regarding adversary proceeding (.7); review and analyze documentation and draft preference complaint (1.6); correspond with defendant counsel regarding disclosures and outstanding document requests (.5); draft discovery (1.2)  
Bryan A. Stark 5.10 hours at 335.00 per hour. \$1,708.50

04/16/10 E-mails with debtors' professionals and client regarding status of various litigation matters including adversary proceedings against Sharp, Creative Labs and CC Investors, and flat panel screen litigation  
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

04/19/10 E-mails regarding PNY Technologies, Inc. dismissal of appeal and review stipulation regarding same  
Douglas M. Foley .20 hours at 600.00 per hour. \$120.00

04/19/10 Analyze pleadings regarding PNY withdrawal of appeal and e-mails regarding same  
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

04/20/10 Analyze issues and multiple calls and e-mails regarding discovery on various matters  
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

04/20/10 Telephone conference and e-mails with co-counsel regarding discovery and strategies regarding same and review materials regarding same  
Daniel F. Blanks 1.10 hours at 415.00 per hour. \$456.50

04/20/10 Review docket, claims registry and response regarding demand letters (1.2); correspond with debtors regarding same (.2); correspond with debtors' professionals regarding scheduling order and review docket regarding same (.4); correspond with debtors' professionals regarding potential preference action (.5); draft preference complaint (2.4); review and analyze preference chart and provide creditor with preference chart (.6)  
Bryan A. Stark 5.30 hours at 335.00 per hour. \$1,775.50

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04/21/10	Handle issues regarding multiple appeals and multiple calls and e-mails regarding same (.6); review discovery regarding various claim matters and e-mails regarding same (.3); draft motion to stay and memorandum in support regarding Onkyo stipulation and multiple calls and e-mails regarding same (1.0) Sarah B. Boehm 1.90 hours at 495.00 per hour.	\$940.50
04/21/10	Review demand letters and correspondence and correspond with debtors' professionals regarding preferences (.7); finalize draft discovery in adversary proceeding and e-mail for review (1.0); create detailed preference chart to send to creditor (.4) Bryan A. Stark 2.10 hours at 335.00 per hour.	\$703.50
04/21/10	Review adversary dockets (.7); work on adversary binders (1.2) Karen B. Cain 1.90 hours at 215.00 per hour.	\$408.50
04/22/10	Prepare for and participated in conference call with District Court Judge regarding appeals on 502(d) issue Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
04/22/10	Prepare for and attend litigation status meeting and analyze issues regarding pending and future litigation matters (.8); participate in status conference with Judge Payne regarding appeals and analyze strategy regarding motions to dismiss same (.8); revise, finalize and file motion to stay appeal regarding Onkyo and multiple e-mails regarding same (.6); analyze and revise status report to Ninth Circuit regarding Unical and e-mails regarding same (.3) Sarah B. Boehm 2.50 hours at 495.00 per hour.	\$1,237.50
04/23/10	Review draft order relating to stipulation of disallowance with respect to Schimenti Construction claim and e-mails with debtors' professionals regarding same (.3); analyze issues relating to collection of accounts receivable and demand letter responses as well as commencing litigation pure preference defendants and analyze issues regarding same (.9) Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00

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04/23/10	Revise, finalize and file multiple motions to dismiss and memoranda in support regarding appeals and multiple calls and e-mails regarding same Sarah B. Boehm 1.60 hours at 495.00 per hour.	\$792.00
04/23/10	Review restitution order (.5); exchange e-mails regarding same (.1); exchange e-mails regarding settlement offer (.1) Lori Michelle Scott .70 hours at 335.00 per hour.	\$234.50
04/26/10	Analyze issues and e-mails regarding appeals, settlement conference and strategy (.7); analyze order granting leave to appeal and e-mails regarding same (.4) Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50
04/26/10	Review and analyze response to demand letter and correspond with debtors and creditor counsel regarding same (.5); review and update draft preference complaint and correspond with debtors' professionals regarding same (.7); review and analyze documents in adversary proceeding and e-mail defendant counsel regarding same (.9) Bryan A. Stark 2.10 hours at 335.00 per hour.	\$703.50
04/27/10	Prepare for and participate in settlement conference with appellants and analyze issues and strategy regarding same (1.3); research and analyze default and default judgment procedures, draft and revise pleadings and multiple calls and e-mails regarding same (1.2) Sarah B. Boehm 2.50 hours at 495.00 per hour.	\$1,237.50
04/27/10	Draft motions for default and other issues and research issues regarding same and multiple telephone conferences and e-mails with clerk's office regarding same Daniel F. Blanks 4.20 hours at 415.00 per hour.	\$1,743.00



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04/27/10	Review and analyze complaint filed and correspond with debtors' professionals regarding same (.5); prepare and finalize certificates of service for summonses and file same (.9); correspond with defendant's counsel and debtors' professionals regarding status of adversary proceeding and possible settlement (.6); review dockets and draft and submit orders granting motions to file under seal in various adversary proceedings (1.2)	Bryan A. Stark	3.20 hours at 335.00 per hour.	\$1,072.00
04/27/10	Exchange numerous e-mails regarding resolution of restitution order	Lori Michelle Scott	.20 hours at 335.00 per hour.	\$67.00
04/28/10	Analyze issues regarding document production and telephone conference with M. Christian regarding same (.2); analyze issues and strategy regarding reserves for appellants and review pleadings regarding same (1.2)	Sarah B. Boehm	1.40 hours at 495.00 per hour.	\$693.00
04/28/10	Review and analyze demand letters, legal standards, and other issues in preparation for conference call (1.6); participate in conference call regarding future litigation and preferences (.6); review and analyze documentation and preference sheets regarding adversary proceeding and possible settlement (.8); review correspondence regarding status of adversary proceedings and outstanding requests (.3); correspond with debtors' professionals regarding bankruptcy court jurisdiction for claims litigation (.6)	Bryan A. Stark	3.90 hours at 335.00 per hour.	\$1,306.50
04/29/10	Prepare for and participate in status conference with Judge Payne regarding multiple appeals and analyze issues and strategy regarding same (.9); review orders regarding appeals (.2)	Sarah B. Boehm	1.10 hours at 495.00 per hour.	\$544.50
04/29/10	Draft, file and serve pleadings regarding Samsung and LG appeals and multiple e-mails and telephone conferences with parties regarding same (.9); analyze strategies for preference complaints and review material regarding same (.7)	Daniel F. Blanks	1.60 hours at 415.00 per hour.	\$664.00

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04/29/10 Correspond with debtors' professionals regarding preference complaints (.7); research and draft form preference complaint (1.7); correspond with police officer regarding stolen merchandise (.4); review and analyze demand letters and correspond with demand letter recipient regarding same (.4)  
Bryan A. Stark 3.20 hours at 335.00 per hour. \$1,072.00

04/30/10 E-mails regarding Schimenti litigation including trust fund and preference litigation (.4); review Ryan adversary litigation complaint and litigation and analyze issues regarding same  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/30/10 Analyze and revise complaints and multiple e-mails regarding same  
Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

04/30/10 Correspond with debtors' professionals regarding complaint and issues therewith (.9); review and finalize draft complaint (.7); draft adversary proceeding cover sheet (.4); draft form preference complaint and forward to debtors' professionals for review (1.4); correspond with debtors regarding preference analysis and review analysis (.8); review response to demand letter and correspond with creditor (.4); review and analyze complaint filed against debtors and correspond with debtors' professionals regarding same (.6); finalize and file adversary proceeding complaint (.6); correspond with debtors' professionals and debtors regarding same (.4); review and analyze issues relating to Rule 12 motions (.7)  
Bryan A. Stark 6.90 hours at 335.00 per hour. \$2,311.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	15.0	\$9,000.00
Sarah B. Boehm	\$495.00	15.9	\$7,870.50
Daniel F. Blanks	\$415.00	12.1	\$5,021.50
Bryan A. Stark	\$335.00	58.7	\$19,664.50
Lori Michelle Scott	\$335.00	1.8	\$603.00
Karen B. Cain	\$215.00	1.9	\$408.50
TOTAL FEES		105.4	\$42,568.00

Re: Vendor Matters  
Our File No.

2055557-0170

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Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/07/10 E-mails with committee counsel and debtor's professionals regarding status of various settlements and collection of accounts receivable  
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

04/08/10 Several telephone conferences and e-mails with creditors and counsel for creditors regarding to account receivable demand letters and e-mails with client and debtors' professionals regarding same  
Douglas M. Foley 1.40 hours at 600.00 per hour. \$840.00

04/14/10 E-mails relating to potential claims against vendors and analyze issues regarding same, including fraudulent transfer and preference theories to changes in contract terms  
Douglas M. Foley .80 hours at 600.00 per hour. \$480.00

04/20/10 E-mails regarding status of responses to demand letters from various vendors including Connexion Technologies and e-mails with client regarding same  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/21/10 Prepare for and participated in mediation and negotiation session with Samsung and Korea Export Development Company regarding resolution of accounts receivable and claim amounts  
Douglas M. Foley 4.00 hours at 600.00 per hour. \$2,400.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	7.3	\$4,380.00
TOTAL FEES		7.3	\$4,380.00

Re: Real Estate  
Our File No. 2055557-0180  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/02/10 Analyze issues and e-mails regarding Berkadia motion adjournment  
Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

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04/02/10	Whitehall, PA: Prepare closing documents (1.6); review purchase agreement regarding closing deliverables (.6); e-mail correspondence with Pennsylvania deed requirements (.5)		
	Matthew T. Gunlock	2.70 hours at 320.00 per hour.	\$864.00
04/02/10	Whitehall, PA: E-mails to and from M. Gunlock regarding preparation of and form of deed (.2); e-mails to and from L. Wigton regarding deed forms (.2)		
	Lois E. Sisk	.40 hours at 340.00 per hour.	\$136.00
04/05/10	Analyze issues and e-mails regarding continuance of Berkadia motion		
	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
04/05/10	Whitehall, PA: Prepare and revise closing documents (1.8); review revised legal description (.4); review closing documents (.6); e-mail correspondence with D. Miller (.3); e-mail correspondence with B. Stern Fleming regarding closing documents and closing process (.4)		
	Matthew T. Gunlock	3.50 hours at 320.00 per hour.	\$1,120.00
04/06/10	Whitehall, PA: Review settlement statement (.3); e-mail correspondence with D. Miller (.1); review revised owner's affidavit (.2); e-mail correspondence with B. Stern Fleming regarding closing documents (1.0)		
	Matthew T. Gunlock	1.60 hours at 320.00 per hour.	\$512.00
04/06/10	Whitehall, PA: Receive and review draft closing statement (.3); request, receive and review copy of title commitment (.3); receive and review title company form of owner's affidavit (.2); e-mail to M. Gunlock regarding new form of owner's affidavit (.1); revise owner's affidavit to correspond to Commonwealth Title form and send to M. Gunlock (.3)		
	Lois E. Sisk	1.20 hours at 340.00 per hour.	\$408.00
04/07/10	Whitehall, PA: Review closing documents (.8); e-mail correspondence and telephone call with B. Stern Fleming (.4); review purchaser's comments to closing documents (.8); review revised deed (.3); prepare seller's escrow letter (1.2); e-mail correspondence with title company		
	Matthew T. Gunlock	4.30 hours at 320.00 per hour.	\$1,376.00

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04/08/10	E-mails with landlord's counsel regarding status of resolution of guaranteed claims for plan confirmation order Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
04/08/10	Whitehall, PA: E-mail correspondence with title company regarding closing (1.6); revise and transmit revised escrow letter (.8); e-mail correspondence with D. Miller (.5); coordinate execution of closing documents (.7); review purchaser's comments to revised closing documents (.7); analyze FIRPTA representation (1.0); review revised settlement statement (.3); review executed closing documents (.2); e-mail correspondence with broker regarding invoice (.1) Matthew T. Gunlock 5.90 hours at 320.00 per hour.	\$1,888.00
04/08/10	Whitehall, PA: Prepare package of documents for execution by Circuit City and deliver to M. Gunlock (.4); telephone conversation with M. Gunlock regarding changes requested to closing documents by purchaser's attorney (.2); e-mail to Pennsylvania counsel regarding certificate of residency provision in deed (.2); online check of Lehigh County website to confirm requirement for certificate of residency (.3); e-mails to and from M. Gunlock and purchaser's counsel regarding proposed revisions to FIRPTA (.2) Lois E. Sisk 1.30 hours at 340.00 per hour.	\$442.00
04/09/10	Whitehall, PA: E-mail correspondence with D. Miller regarding settlement statement (.4); e-mail correspondence with title company regarding settlement statement and closing documents (.8); review and transmit executed settlement statement (.4); coordinate closing matters (1.5); revise and transmit executed escrow letter (.7); review revised settlement statement (.1) Matthew T. Gunlock 3.90 hours at 320.00 per hour.	\$1,248.00
04/09/10	Whitehall, PA: Discussion with M. Gunlock (2); receive and send executed documents to C. Seliga (.3) Lois E. Sisk .50 hours at 340.00 per hour.	\$170.00
04/12/10	Whitehall, PA: E-mail correspondence with title company regarding closing Matthew T. Gunlock .50 hours at 320.00 per hour.	\$160.00

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04/12/10 Whitehall, PA: Receive fully executed closing statement and escrow letter (.2); e-mails to and from M. Gunlock regarding closing authorization (.2)  
Lois E. Sisk .40 hours at 340.00 per hour. \$136.00

04/21/10 DR1: Review revised letter of intent  
Matthew T. Gunlock .50 hours at 320.00 per hour. \$160.00

04/28/10 Correspond with landlord, debtors' professionals, and debtors regarding Circuit City store location in Phoenix, Arizona  
Bryan A. Stark .50 hours at 335.00 per hour. \$167.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	0.3	\$180.00
Sarah B. Boehm	\$495.00	0.5	\$247.50
Lois E. Sisk	\$340.00	3.8	\$1,292.00
Bryan A. Stark	\$335.00	0.5	\$167.50
Matthew T. Gunlock	\$320.00	22.9	\$7,328.00
TOTAL FEES		28.0	\$9,215.00

Re: Tax Matters  
Our File No. 2055557-0240  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/01/10 Attention to valuation issues in state property tax claims (1.6); attention to Henrico County claim (1.3)  
Craig D. Bell 2.90 hours at 570.00 per hour. \$1,653.00

04/01/10 Continue resolution of tax claims and e-mails and telephone conferences with parties regarding same and multiple e-mails and telephone conferences with taxing authorities and client regarding same and review and analyze claims, pleadings, tax bills, and other information regarding same and research issues regarding same  
Daniel F. Blanks 3.40 hours at 415.00 per hour. \$1,411.00

04/02/10 Attention to state tax property claims (1.5); analysis of E&Y valuation input as it relates to Henrico County claim (2.0)  
Craig D. Bell 3.50 hours at 570.00 per hour. \$1,995.00

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04/05/10	E-mails regarding status of omnibus 37 summary judgment brief and resolution of various tax claims Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
04/05/10	Research on restricted interest issue IRS claim for 2007 (1.6); review E&Y input on Henrico County property tax claim (.5) Craig D. Bell 2.10 hours at 570.00 per hour.	\$1,197.00
04/06/10	Research on IRS restricted interest issue and offset authority by IRS Craig D. Bell 2.90 hours at 570.00 per hour.	\$1,653.00
04/08/10	Review status and resolution of various tax claims and summary judgment papers for omnibus 37 tax objection Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
04/08/10	E-mails with parties regarding tax issues and strategies Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
04/12/10	Meeting with IRS lawyer (5); attention to all open federal tax claims (3.4) Craig D. Bell 3.90 hours at 570.00 per hour.	\$2,223.00
04/13/10	Meeting with IRS on 2007 and 2008 tax year adjustments (.7); preliminary analysis on IRS Forms 5701 for current IRS audit (1.7) attention to sale leaseback issue (2.3) Craig D. Bell 4.70 hours at 570.00 per hour.	\$2,679.00
04/14/10	Attention to latest IRS audit adjustments and analysis as it relates to 2007 and 2008 tax year audit Craig D. Bell 2.80 hours at 570.00 per hour.	\$1,596.00
04/16/10	Draft settlement offer to Henrico and review and analyze claims, pleadings, charts, and other materials regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
04/19/10	Attention to current IRS audit adjustments and analysis of IRS position (2.2); continue evaluation of sale-leaseback tech advice memorandum and IRS audit position on same (2.4) Craig D. Bell 4.60 hours at 570.00 per hour.	\$2,622.00

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04/19/10	Review, revise and file objection to New York claims and e-mails with KCC and debtors' professionals regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
04/20/10	Attention to federal tax issues and IRS positions Craig D. Bell 2.40 hours at 570.00 per hour.	\$1,368.00
04/21/10	Detailed review of IRS audit work papers, positions, and analysis on sale-leaseback issue for current audit cycle Craig D. Bell 5.20 hours at 570.00 per hour.	\$2,964.00
04/23/10	Finalize and revise letter to Henrico regarding claims and related issues Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
04/26/10	Analysis on IRS work papers and TAM position on ground leased sale-leaseback transactions (3.2); attention to Henrico County property settlement offer (.9) Craig D. Bell 4.10 hours at 570.00 per hour.	\$2,337.00
04/26/10	Telephone conferences with taxing authorities regarding unpaid administrative taxes and other related issues and research issues regarding same and review materials regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
04/27/10	Continue evaluation of sale-leaseback analysis on IRS positions (1.3); review selected sale-leaseback transaction documents and IRS work papers (1.6) Craig D. Bell 2.90 hours at 570.00 per hour.	\$1,653.00
04/27/10	Multiple telephone conferences and e-mails with taxing authorities regarding 37th omnibus objection and related issues regarding hearings Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
04/28/10	E-mails with taxing authorities regarding outstanding amounts and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
04/29/10	E-mails regarding filing 37th omnibus summary judgment motion and review same Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	2.0	\$1,200.00
Craig D. Bell	\$570.00	42.0	\$23,940.00



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Daniel F. Blanks	\$415.00	10.9	\$4,523.50
TOTAL FEES		54.9	\$29,663.50

**Re: Claims Administration**

Our File No.	2055557-0250
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

04/01/10 Revise, finalize and submit order regarding omni 56 and multiple calls and e-mails regarding same (.6); review entered orders and e-mails regarding same (.3); review agenda and e-mails regarding status of various matters (.3); continue claim objection resolutions, analyze documents, revise charts and multiple calls and e-mails regarding same (2.6)  
Sarah B. Boehm 3.80 hours at 495.00 per hour. \$1,881.00

04/01/10 Continue resolution of claims and multiple telephone conferences and e-mails and with claimants and review and analyze claims, charts, and other materials regarding same and research issues regarding same  
Daniel F. Blanks 3.70 hours at 415.00 per hour. \$1,535.50

04/01/10 Correspond with pro se claimant regarding claim and omnibus objection to claim (.7); research issues relating to claim and objection thereto (.5); correspond with debtors' professionals regarding notice of stipulation filed (.4); review claims chart and correspond with debtors' professionals regarding outstanding settlements (.3); review and analyze responses to discovery requests (.4); draft and review exhibits to supplemental orders on omnibus objections (1.1)  
Bryan A. Stark 3.50 hours at 335.00 per hour. \$1,172.50

04/01/10 E-mail with debtor's professionals regarding drafting stipulation and settlements  
Erin Q. Ashcroft .30 hours at 330.00 per hour. \$99.00

04/01/10 Research and draft Henrico County stipulation  
Linda J. Neilson 1.60 hours at 200.00 per hour. \$320.00

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04/02/10	Review and revise several settlement stipulations, and e-mails with debtor's professionals regarding same (1.2); review motion to reconsider filed by Archos, and e-mails with debtor's professionals regarding same (.4); e-mails regarding status of late claim litigation and potential settlements of Circuit City Towne Square claim and Senneheiser claim (.4)	Douglas M. Foley	2.00 hours at 600.00 per hour.	\$1,200.00
04/02/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other materials regarding same	Daniel F. Blanks	4.20 hours at 415.00 per hour.	\$1,743.00
04/02/10	Finalize and file notices of stipulation resolving omnibus objections (.7); research and review and analyze district court dockets and filings regarding appeals (1.0); correspond with debtors' professionals regarding same (.6)	Bryan A. Stark	2.30 hours at 335.00 per hour.	\$770.50
04/05/10	E-mails with client regarding next meeting to review status of unresolved claims and new claim objections	Douglas M. Foley	.40 hours at 600.00 per hour.	\$240.00
04/05/10	Analyze adjourn chart and e-mails regarding status of various outstanding settlements (.4); analyze issues and e-mails regarding various claim matters (.9); review entered orders and e-mails regarding same (.3)	Sarah B. Boehm	1.60 hours at 495.00 per hour.	\$792.00
04/05/10	Review charts and e-mails with debtors' professionals regarding claim stipulations and continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same	Daniel F. Blanks	4.10 hours at 415.00 per hour.	\$1,701.50
04/05/10	Research claims of claimant and correspond with debtors' professionals regarding same (.6)	Bryan A. Stark	.60 hours at 335.00 per hour.	\$201.00

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04/05/10	Review and revise response charts for omnibus objections (2.3); review and prepare listing of all adversary proceedings (.8) Linda J. Neilson 3.10 hours at 200.00 per hour.	\$620.00
04/06/10	Continue claim objection resolutions, analyze documents, revise stipulations, analyze adjourn chart and multiple calls and e-mails regarding same (3.3); finalize and file designations for items to be included in appeal and analyze documents regarding same (.8) Sarah B. Boehm 4.10 hours at 495.00 per hour.	\$2,029.50
04/06/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other materials regarding same and draft pleadings regarding same Daniel F. Blanks 2.50 hours at 415.00 per hour.	\$1,037.50
04/06/10	Review docket and settlement procedures and correspond with counsel regarding outstanding stipulations (.4); review and analyze Mitsubishi appellate brief (.8); review and analyze outstanding responses to omnibus objections (.6) Bryan A. Stark 1.80 hours at 335.00 per hour.	\$603.00
04/06/10	Draft stipulation for Polk County Erin Q. Ashcroft 1.00 hours at 330.00 per hour.	\$330.00
04/06/10	Review and revise tracking charts for responses to omnibus objections Linda J. Neilson 2.10 hours at 200.00 per hour.	\$420.00
04/07/10	Review claims status and liquidation analysis charts, and e-mails with debtor's professionals regarding same (.4); e-mails regarding possible resolution of late claim motions including Circuit City/Towne Square (.3) Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
04/07/10	Analyze and revise claim orders and multiple e-mails regarding same (.3); continue claim objection resolutions, analyze issues, claims and documents, multiple calls and e-mails regarding same, revise adjourn status chart (1.4); analyze and revise agenda exhibit regarding status of adjourned claim and multiple calls and e-mails regarding same (1.8) Sarah B. Boehm 3.50 hours at 495.00 per hour.	\$1,732.50

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04/07/10 Continue resolution of claims and multiple telephone conferences and e-mails with claimants regarding same and review and analyze claims, pleadings, and other materials regarding same and research issues regarding same and draft stipulations regarding same  
Daniel F. Blanks 1.90 hours at 415.00 per hour. \$788.50

04/07/10 Review and analyze preferential transfers to claimant and analyze various pleadings filed by claimant (1.3); review docket for objections to notices of settlements (.2); review and analyze stipulation staying briefing schedule regarding appeal and research issues regarding same (1.1); correspond with debtors' professionals regarding filing of same (.4); review claims registry and docket regarding filings by party in interest (.4)  
Bryan A. Stark 3.40 hours at 335.00 per hour. \$1,139.00

04/07/10 Review and revise tracking charts for responses to omnibus objections (2.8); prepare exhibit A to 4/15/10 hearing agenda (.8)  
Linda J. Neilson 3.60 hours at 200.00 per hour. \$720.00

04/08/10 E-mails regarding potential resolution of employee claims objections and issues relating to late claims and late claim motions by various parties (.7); review consent motion and orders relating to stay of matters and appeals of 502(d) ruling by Mitsubishi (.4); review unresolved omnibus claim objection chart and analyze issues on for hearing on April 15 (1.2)  
Douglas M. Foley 3.30 hours at 600.00 per hour. \$1,980.00

04/08/10 Analyze and revise agenda and exhibit regarding status of adjourned claims, review and revise charts and multiple calls and e-mails regarding status of various claim matters (1.8); continue claim objection resolutions, analyze pleadings, multiple calls and e-mails regarding upcoming omnibus hearing and adjourned status hearings (1.7)  
Sarah B. Boehm 3.50 hours at 495.00 per hour. \$1,732.50

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04/08/10 Prepare for and participate in conference call with Audiovox regarding claims and AR suit and continue resolution of claims and multiple telephone conferences and e-mails with claimants regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same  
Daniel F. Blanks 6.30 hours at 415.00 per hour. \$2,614.50

04/08/10 Correspond with creditors' counsel regarding stipulations and review docket regarding same (.4); research local rules and standing orders and correspond with debtors' professionals regarding court procedures (.8); draft consent motion to stay briefing schedule and memorandum in support thereof (2.6); correspond with counsel to review and analyze various claimants' letter responses and support thereof to omnibus objection and correspond with debtors' professionals regarding same (1.3); review claims registry relating to correspondence received (.3); review and analyze response of debtors and e-mail claimants' counsel regarding accounts receivable (.8)  
Bryan A. Stark 6.20 hours at 335.00 per hour. \$2,077.00

04/08/10 Review and revise Exhibit A for 4/15/10 hearing agenda (2.2); review and revise tracking charts for claims (2.1)  
Linda J. Neilson 4.30 hours at 200.00 per hour. \$860.00

04/09/10 Review and finalized various stipulations resolving pending claims (.7); review exhibit A to agenda for April 15 omnibus and revised same (.6)  
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

04/09/10 Analyze and revise exhibit to agenda regarding status of all claim matters, prepare for and participate in telephone conferences regarding same and analyze and revise adjourned claims chart regarding same (3.3); draft notice, revise, finalize and file claim stipulation and e-mails regarding same (.6); analyze claims and strategy regarding late claims (.5); continue claim objection resolutions, analyze documents and multiple calls and e-mails regarding same (2.2)  
Sarah B. Boehm 6.60 hours at 495.00 per hour. \$3,267.00

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04/09/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same Daniel F. Blanks 6.60 hours at 415.00 per hour.	\$2,739.00
04/09/10	Prepare for and participate in conference call regarding claims and omnibus hearing (1.4); finalize and file consent motion to stay briefing schedule and memorandum in support (1.2); finalize consent order regarding same and transmit to district court (.6); review and analyze documentation regarding accounts receivable and correspond with claimant's counsel regarding same (.7) Bryan A. Stark 3.90 hours at 335.00 per hour.	\$1,306.50
04/09/10	Draft settlement and stipulation for Texas tax collectors Erin Q. Ashcroft 2.90 hours at 330.00 per hour.	\$957.00
04/09/10	Review and revise tracking charts for claims Linda J. Neilson 1.90 hours at 200.00 per hour.	\$380.00
04/12/10	Review and analyze issues relating to Rule 7023 motion pending by Gentry class plaintiffs and reply to same Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
04/12/10	Analyze, revise, and finalize agenda and exhibit regarding adjourned claims status and multiple calls and e-mails regarding same and status of various claim matters and review charts regarding same (3.1); review responses regarding omni 70 and e-mails regarding same (.4); review and revise claim orders, submit same and multiple e-mails regarding claim resolutions (.7); continue claim objection resolutions, review documents, and multiple calls and e-mails regarding same (2.7) Sarah B. Boehm 6.90 hours at 495.00 per hour.	\$3,415.50
04/12/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other material regarding same and research issues regarding and draft stipulations and orders regarding same Daniel F. Blanks 6.40 hours at 415.00 per hour.	\$2,656.00

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04/12/10	Review and analyze docket for responses to notices of settlement and correspond with debtors' professionals regarding same (.2); correspond with debtors' professionals regarding transfer of claims issues (.3); correspond with creditors' counsel regarding claims registry and other issues (.4); review and finalize response in opposition to motion for class proof of claim (.6) Bryan A. Stark 1.50 hours at 335.00 per hour.	\$502.50
04/12/10	Draft settlement agreements and stipulations for various county tax collectors Erin Q. Ashcroft 3.90 hours at 330.00 per hour.	\$1,287.00
04/12/10	Review and revise tracking charts for claims Linda J. Neilson 1.90 hours at 200.00 per hour.	\$380.00
04/13/10	Review pleadings filed by Schimenti Construction and analyze issues regarding same and e-mails with opposing counsel and telephone conference with debtors' professionals regarding same and strategy going forward (1.6); review pleadings relating to Weilder class plaintiffs' claims objections and class action plaintiffs for Gentry and Skaff and revise reply pleadings and prepared for hearing on April 15 (.9); review pleadings relating to motion to dismiss Mitsubishi appeal and filed same (.9); e-mails with opposing counsel regarding SPHE settlement and status of any objections (.2); e-mails regarding resolution and settlement of potential late claim motions and strategy going forward regarding same (.6) Douglas M. Foley 4.20 hours at 600.00 per hour.	\$2,520.00
04/13/10	Continue claim objection resolutions, analyze documents and claims, review charts and multiple calls and e-mails regarding same (2.4); review designation of items on appeal regarding Paramount claim and multiple e-mails regarding same (.6); research, draft and revise objection to motion for protective order, analyze issues and multiple calls and e-mails regarding same (2.2) Sarah B. Boehm 5.20 hours at 495.00 per hour.	\$2,574.00

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04/13/10 Continue resolution of claims and multiple telephone conferences and e-mails with claimants and debtors' professionals regarding same and review and analyze claims, pleadings, charts, documents, contracts, correspondence and other items regarding same and research issues regarding same  
Daniel F. Blanks 7.20 hours at 415.00 per hour. \$2,988.00

04/13/10 Correspond with debtors' professionals regarding notices of settlement (.8); review, analyze and finalize settlement agreement and file notice of settlement agreement (1.2); review, analyze and file reply in support of summary judgment motion (.6)  
Bryan A. Stark 2.60 hours at 335.00 per hour. \$871.00

04/13/10 Draft Activision motion to seal settlement agreement (1.8); revise stipulation (.4); draft and revise tax collector stipulations (1.0); e-mail with debtors professionals regarding settled claims (.2)  
Erin Q. Ashcroft 3.80 hours at 330.00 per hour. \$1,254.00

04/13/10 Review and revise tracking charts for claims  
Linda J. Neilson 2.20 hours at 200.00 per hour. \$440.00

04/14/10 Review and analyze issues relating to Chase general unsecured claim and telephone conference with opposing counsel regarding various issues and breakdown of amounts and analyze issues regarding same (1.6); analyze issues relating to Alliance and SIM proofs of claim and accounts receivable and reconciliation of same (.9); review and updated omnibus claims resolution chart in preparation for omnibus hearing regarding same (1.9); e-mails with opposing counsel regarding Circuit City appeals of 502(d) issue (.4); review Source Interlink proof of claim and calculation of accounts receivable (.3); telephone conference and e-mails with opposing counsel and client regarding PHH claims regarding track leasing for vehicles (.3)  
Douglas M. Foley 5.40 hours at 600.00 per hour. \$3,240.00



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04/14/10	Prepare for and participate in claims meeting regarding status of various claim matters (.9); multiple e-mails regarding designation of items on appeal regarding Paramount claim (.3); telephone conference with C. Jones regarding Weidler summary judgment and e-mails regarding same (.4); review entered claim order and e-mails regarding service of same (.2) Sarah B. Boehm 1.80 hours at 495.00 per hour.	\$891.00
04/14/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants and debtors' professionals regarding same and review and analyze claims, documents, pleadings, charts, and other materials regarding same and research issues regarding same Daniel F. Blanks 5.90 hours at 415.00 per hour.	\$2,448.50
04/14/10	Review proof of claim filed by debtors in a creditors' bankruptcy case and correspond with debtors' professionals regarding same (.4); review and update claims chart (.4); review and file designation of items for record on appeal and arrange for service (.7) Bryan A. Stark 1.50 hours at 335.00 per hour.	\$502.50
04/14/10	Meeting with debtor's professionals regarding contract interpretation of Chase Bank indemnification agreement (.3); research regarding indirect consequential damages under New York law (.8); draft stipulations for Smith and Conity (.6); revise Tyler Independent stipulation (.2) Erin Q. Ashcroft 1.90 hours at 330.00 per hour.	\$627.00
04/14/10	Review, revise and circulate claims charts Linda J. Neilson 2.50 hours at 200.00 per hour.	\$500.00
04/15/10	Review omnibus claim objection resolution chart and updated same (1.2); e-mails with client and review and prepare for meetings regarding status of unresolved claims, new claim objections and collection accounts receivable (1.3); e-mails with opposing counsel and debtors' professionals regarding status of appeals and status conference with district judge (.4) Douglas M. Foley 2.90 hours at 600.00 per hour.	\$1,740.00

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04/15/10	Analyze issues regarding omnibus hearing on claims and multiple calls and e-mails regarding same (.8); multiple e-mails regarding designation of items on appeal regarding Paramount and analyze issues regarding same (.2)	Sarah B. Boehm	1.00 hours at 495.00 per hour.	\$495.00
04/15/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other documents regarding same and research issues regarding same and draft orders and stipulations regarding same and file stipulations with court regarding same	Daniel F. Blanks	5.20 hours at 415.00 per hour.	\$2,158.00
04/15/10	Revise stipulations	Erin Q. Ashcroft	.50 hours at 330.00 per hour.	\$165.00
04/15/10	Review and revise tracking charts for omnibus objections	Linda J. Neilson	1.80 hours at 200.00 per hour.	\$360.00
04/15/10	Research Jaffe claim and objection	Karen B. Cain	.60 hours at 215.00 per hour.	\$129.00
04/16/10	Prepare for attend and participate in meeting with client and debtors' professionals regarding status of unresolved claim objections and accounts receivable (6.3); telephone conference and e-mails with creditor's counsel regarding status of demand letters and unresolved claim objections including Seagate Technologies (.4)	Douglas M. Foley	6.70 hours at 600.00 per hour.	\$4,020.00
04/16/10	Analyze issues and e-mails regarding Batioff settlement	Sarah B. Boehm	.20 hours at 495.00 per hour.	\$99.00
04/16/10	Review and revise tracking charts for omnibus objections	Linda J. Neilson	1.20 hours at 200.00 per hour.	\$240.00
04/16/10	Review filings and correspondence for omnibus objection responses (2.8); e-mail to and from court reporter regarding omnibus hearing dates (.4)	Karen B. Cain	3.20 hours at 215.00 per hour.	\$688.00

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04/19/10 E-mails regarding status of resolution of various claims and propounding discovery on disputed claims going forward on merits at upcoming hearings (1.3); e-mails and telephone conferences regarding 503(b)(9) claims and goods versus services issue relating to Schimenti (1.1); e-mails regarding Samsung meeting to resolve claims and accounts receivable matters and set off (.6); e-mails regarding Seagate claims and 70th omnibus objection and provisions of details and backup regarding same (.2); review New York City tax objection for filing of same (.4)  
Douglas M. Foley 3.60 hours at 600.00 per hour. \$2,160.00

04/19/10 Draft claims notice, finalize and file Batioff stipulation and e-mails regarding same (.9); continue claim objection resolutions, analyze issues and documents, revise charts and multiple calls and e-mails regarding same (1.4)  
Sarah B. Boehm 2.30 hours at 495.00 per hour. \$1,138.50

04/19/10 Continue resolution of claims and multiple telephone conferences and e-mails with creditors and parties in interest regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same  
Daniel F. Blanks 6.60 hours at 415.00 per hour. \$2,739.00

04/19/10 Revise stipulations and settlements (2.9); e-mail with debtors professionals regarding stipulations (.3); review Bank One credit card agreement (.9); meeting with debtor's professionals regarding contract interpretation (.4)  
Erin Q. Ashcroft 4.50 hours at 330.00 per hour. \$1,485.00

04/19/10 Review and revise tracking charts for omnibus objections  
Linda J. Neilson 2.10 hours at 200.00 per hour. \$420.00

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04/20/10	Several e-mails with counsel for Schimenti Construction regarding status of 503(b)(9) claim and stipulation to resolve issues relating to good versus services and disallowance of claim and e-mails and telephone conferences regarding strategy relating to same (1.3); review discovery being propounded on parties relating to 48th omnibus objection to claims and set off issues (.6) Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
04/20/10	Continue claim objection resolutions and multiple calls and e-mails regarding same (.7); analyze and revise adjourn claim chart and multiple calls and e-mails regarding same and status of various claim matters (.6) Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
04/20/10	Draft, revise, and research issues regarding response to Ryan (1.5); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and notices regarding same and research issues regarding same and prepare orders and notices regarding same (3.1) Daniel F. Blanks 4.60 hours at 415.00 per hour.	\$1,909.00
04/20/10	Review creditor response to discovery requests and forward same to debtors' professionals for review (.6); review and analyze 30(b)(6) deposition notice and research regarding objection to same (.7) Bryan A. Stark 1.30 hours at 335.00 per hour.	\$435.50
04/20/10	Review and revise tracking charts for omnibus objections Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
04/20/10	Research responses to omnibus objections and electronic database for claim comparison Karen B. Cain 1.90 hours at 215.00 per hour.	\$408.50
04/21/10	E-mails regarding status of conference call with district court regarding 502(d) appeals (.3); e-mails regarding propounding discovery on Averatec and e-mails with debtors' counsel regarding same (.3) Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00

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04/21/10 Revise, finalize and file objection to motion to reconsider and settlement agreement and e-mails regarding same (.8); continue claim objection resolutions, analyze claims and pleadings, draft orders and settlement agreements, analyze and revise adjourned claims chart, and multiple calls and e-mails regarding same (3.1); participate in conference regarding settlement strategy and related issues regarding Samsung (.8); analyze issues and e-mails regarding Schimenti claims and order regarding same (.7)  
Sarah B. Boehm 5.40 hours at 495.00 per hour. \$2,673.00

04/21/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same and prepare stipulations, orders, and notices regarding same and research issues regarding same  
Daniel F. Blanks 6.80 hours at 415.00 per hour. \$2,822.00

04/21/10 Review Bank One contract (1.2); research regarding New York law of consequential damages (2.1)  
Erin Q. Ashcroft 3.30 hours at 330.00 per hour. \$1,089.00

04/21/10 Review and revise tracking charts for omnibus objections  
Linda J. Neilson 2.20 hours at 200.00 per hour. \$440.00

04/21/10 Review responses to omnibus objections and forward to appropriate professional for action  
Karen B. Cain 1.40 hours at 215.00 per hour. \$301.00

04/22/10 Prepare for participated in and attend meeting with client representatives regarding status of various claim matters and account receivable matters and litigation matters at Circuit City and develop strategies regarding same (5.9); telephone conferences and e-mails with creditors and creditors' counsel regarding resolution of objections under 70th omnibus objection to claims (.7)  
Douglas M. Foley 6.60 hours at 600.00 per hour. \$3,960.00

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04/22/10	Prepare for and attend claims status meeting and analyze strategy and issues regarding claims and related matters (4.6); review and revise agenda regarding various claim matters (.3) Sarah B. Boehm 4.90 hours at 495.00 per hour.	\$2,425.50
04/22/10	Prepare for and meetings with CRO regarding claims and related strategies and review and analyze claims, pleadings, charts, and other materials regarding same (4.1); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts and other documents regarding same (2.3) Daniel F. Blanks 6.40 hours at 415.00 per hour.	\$2,656.00
04/22/10	Review and revise tracking charts for omnibus objections (1.9); review and revise Exhibit A for 4/29/10 hearing agenda (1.4); draft hearing items chart for 5/11/10 hearing (1.1) Linda J. Neilson 4.40 hours at 200.00 per hour.	\$880.00
04/22/10	Review hard copies of responses to omnibus objections Karen B. Cain .70 hours at 215.00 per hour.	\$150.50
04/23/10	Review documents relating to motions to dismiss appeals and analyze issues regarding same and e-mails and telephone conferences with debtors' professionals regarding same and strategy going forward with respect to 502(d) appeals Douglas M. Foley 1.30 hours at 600.00 per hour.	\$780.00
04/23/10	Analyze and revise agenda and exhibit regarding status of claim matters and review and revise charts regarding same (2.1); continue claim objection resolutions, analyze issues and correspondence, draft orders and multiple calls and e-mails regarding same (2.3); revise Schimenti order and e-mails regarding same (.3) Sarah B. Boehm 4.70 hours at 495.00 per hour.	\$2,326.50
04/23/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants regarding research issues regarding same and review and analyze claims, pleadings, and documents regarding same and draft and revise and file pleadings and submit orders regarding same Daniel F. Blanks 4.80 hours at 415.00 per hour.	\$1,992.00

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04/23/10	Review and revise Exhibit A to 4/29/10 hearing agenda (1.1); review and revise tracking charts for omnibus objections (1.4); retrieve and organize responses to 70th omnibus objection (1.6)	Linda J. Neilson	4.10 hours at 200.00 per hour.	\$820.00
04/26/10	E-mails regarding status of hearing on omnibus claim objections for April 29th and review status of draft orders and revised same relating to Schimenti Construction and other goods versus services claims	Douglas M. Foley	1.40 hours at 600.00 per hour.	\$840.00
04/26/10	Numerous e-mails and telephone conferences with co-counsel, client and opposing counsel regarding appeals relating to 502(d)	Douglas M. Foley	.60 hours at 600.00 per hour.	\$360.00
04/26/10	Analyze and revise agenda and Exhibit A regarding claim status and multiple e-mails regarding same (1.7); review discovery on various claim matters and e-mails regarding same (.3); analyze issues and e-mails regarding Schimenti order regarding omni 5 (.2); review pleadings regarding Activision settlement and motion to seal (.3); continue claim objection resolutions, analyze and revise documents and correspondence, draft and revise orders, multiple calls and e-mails regarding same (1.6)	Sarah B. Boehm	4.10 hours at 495.00 per hour.	\$2,029.50
04/26/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same	Daniel F. Blanks	5.20 hours at 415.00 per hour.	\$2,158.00
04/26/10	Review and analyze proofs of claims and contracts contained in same (1.6); correspond with debtor regarding contracts (.4); review docket and correspond with debtors' professionals regarding discovery requests (.4); correspond with debtors' professionals regarding appeal conference and other claims matters (.8)	Bryan A. Stark	3.20 hours at 335.00 per hour.	\$1,072.00

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04/26/10 Review and revise tracking charts for omnibus objections  
Linda J. Neilson 1.70 hours at 200.00 per hour. \$340.00

04/27/10 E-mails and telephone conferences with opposing counsel relating to 502(d) appeals and analyze issues and strategy regarding same (1.7); e-mails regarding Activision settlement stipulation and finalization of same (.2); e-mails regarding Paramount claims and omnibus 20 objection to claims and resolution of same (.3)  
Douglas M. Foley 2.20 hours at 600.00 per hour. \$1,320.00

04/27/10 Continue claim objection resolutions, analyze documents, draft and revise orders, negotiation settlements, prepare for upcoming claim status hearing and multiple calls and e-mails regarding same (4.4); analyze responses to omni 70 and multiple e-mails regarding same (.7)  
Sarah B. Boehm 5.10 hours at 495.00 per hour. \$2,524.50

04/27/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same  
Daniel F. Blanks 3.50 hours at 415.00 per hour. \$1,452.50

04/27/10 Review docket for objections to notices of settlements (.1); draft notice of settlement and notice of motion to file under seal and correspond with debtors' professionals regarding same (1.2); draft cover letters and arrange for delivery of under seal agreement to notice parties (.8); correspond with creditor's counsel regarding administrative claim and other matters (.4); research regarding same (.4)  
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

04/27/10 Review and revise tracking charts for omnibus objections  
Linda J. Neilson 1.10 hours at 200.00 per hour. \$220.00

04/28/10 E-mails regarding RBS Capital and claim resolution (.3); e-mails regarding omnibus 37 tax objection and commencement of discovery (.4); numerous e-mails and telephone conferences regarding strategy relating to



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appeals on 502(d) and preparation for status hearing with district court regarding placement of reserves to resolve appeals as moot and review orders regarding same (2.3); e-mails regarding status of Weilder class claim settlement and approval of same (.3); e-mails with committee regarding Activision settlement and motion to seal (.2); review transcript from district court status hearing relating to 502(d) appeals and mootness issue (.6)

Douglas M. Foley 4.10 hours at 600.00 per hour. \$2,460.00

04/28/10 Continue claim objection resolutions, negotiate settlements, draft, revise and submit orders, analyze responses and chart, prepare for omnibus claim hearing and multiple calls and e-mails regarding same

Sarah B. Boehm 3.20 hours at 495.00 per hour. \$1,584.00

04/28/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same and draft, revise, and file motions to seal and other items regarding same and e-mails with committee regarding same and draft stipulations regarding same

Daniel F. Blanks 5.30 hours at 415.00 per hour. \$2,199.50

04/28/10 Review and analyze documentation regarding receivables and correspond with creditor's counsel regarding response and defenses (1.5); review administrative claim and research issues regarding same (1.3)

Bryan A. Stark 2.80 hours at 335.00 per hour. \$938.00

04/28/10 Research regarding cost of business shutdown and consequential damages

Erin Q. Ashcroft 1.20 hours at 330.00 per hour. \$396.00

04/29/10 Prepare for and participated in telephone conference status hearing with Federal District Court Judge relating to appeals on 502(d) issue and analyze issues regarding same (1.9); prepare for an attend hearing on omnibus claim objections and other matters for April 29th omnibus hearing (3.9); review and finalized Schimenti stipulation relating to 503(b) (9) claim (.2)

Douglas M. Foley 6.00 hours at 600.00 per hour. \$3,600.00

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04/29/10 Prepare for and attend omnibus hearing regarding various claim matters, analyze documents and multiple calls and e-mails regarding same (1.8); draft, revise, finalize and submit multiple claim orders and multiple calls and e-mails regarding same (.9); finalize and submit findings of fact and conclusions of law regarding class proofs of claim and multiple e-mails regarding same (.3); review pleadings regarding motion for summary judgment regarding tax claims and e-mails regarding same (.4); continue claim objection resolutions and multiple calls and e-mails regarding same and status hearing reports (1.9); analyze pleadings and e-mails and revise Exhibit A to agenda regarding additional responses to omni 70 (.3)  
Sarah B. Boehm 5.60 hours at 495.00 per hour. \$2,772.00

04/29/10 Draft motion, notice and revise memorandum in support and file same regarding motion for summary judgment regarding omni 37 and multiple telephone conferences and e-mails regarding same and continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, and other items regarding same and research issues regarding same  
Daniel F. Blanks 5.40 hours at 415.00 per hour. \$2,241.00

04/29/10 Review and analyze motion for summary judgment on omnibus objection (.5); review and analyze e-mails provided and defense to accounts receivables (1.1); correspond with debtors' professionals regarding supplemental order on omnibus objection (.2); review and analyze pleadings and correspond with creditor's counsel regarding status of appeal (.5); finalize and file certificate of no objections (.2)  
Bryan A. Stark 2.50 hours at 335.00 per hour. \$837.50

04/29/10 Review and prepare stipulation for John P. Raleigh (1.2); review and revise tracking charts for omnibus objections (2.1); review and revise Exhibit for 4/29/10 hearing (.1)  
Linda J. Neilson 3.40 hours at 200.00 per hour. \$680.00

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04/30/10	Review and revise tracking charts for omnibus objections				
	Linda J. Neilson	1.90 hours at	200.00 per hour.		\$380.00

TOTAL FEES	359.1	\$148,218.50
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Re: Disclosure Statement and Plan  
Our File No. 2055557-0270  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

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04/15/10 Review and revised protocol for joint hearings  
with Canadian bankruptcy court and analyze  
issues regarding same  
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

04/29/10 E-mails regarding notice of continued  
confirmation hearing  
Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

04/29/10 Review, analyze, and file motion to approve  
Canadian protocol and draft, revise, file, and  
serve motion to expedite and motion to shorten  
service and notice regarding same and multiple  
e-mails and telephone conferences with parties  
regarding same  
Daniel F. Blanks 3.20 hours at 415.00 per hour. \$1,328.00

04/30/10 Revise notice of continued confirmation hearing  
and send same to committee  
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	0.9	\$540.00
Sarah B. Boehm	\$495.00	0.5	\$247.50
Daniel F. Blanks	\$415.00	3.2	\$1,328.00
TOTAL FEES		4.6	\$2,115.50

**Re: Employee Benefits/Pensions**

Our File No. 2055557-0280  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

04/06/10 Advice to A. Pietrantonio regarding 401(k) plan  
qualified domestic relations order hold from  
2006 regarding Q. Vitulli  
Elizabeth A. Diller 1.00 hours at 300.00 per hour. \$300.00

04/07/10 Review docket regarding supplemental 401(k)  
motion and correspond with debtors'  
professionals regarding same  
Bryan A. Stark .40 hours at 335.00 per hour. \$134.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Bryan A. Stark	\$335.00	0.4	\$134.00
Elizabeth A. Diller	\$300.00	1.0	\$300.00
TOTAL FEES		1.4	\$434.00

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**Re: Intellectual Property Matters**

Our File No. 2055557-0310  
Circuit City Contact Katie Bradshaw  
McGuireWoods Contact Douglas M. Foley

03/31/10 Conduct privilege review of remaining Circuit City trademark files to be transferred  
Douglas B. Smith 4.00 hours at 320.00 per hour. \$1,280.00

04/05/10 Research status of circuitcity.info and send summary to J. Peyton and D. Foley  
Douglas B. Smith .70 hours at 320.00 per hour. \$224.00

04/07/10 E-mails with client and debtor's professionals regarding transfer of remaining trademark assets to Systemax  
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

04/07/10 E-mails with D. Foley regarding transfer of circuitcity.info domain name to Systemax  
Douglas B. Smith .30 hours at 320.00 per hour. \$96.00

04/09/10 Complete privilege review of Circuit City trademark files  
Douglas B. Smith 1.30 hours at 320.00 per hour. \$416.00

04/09/10 E-mails with D. Foley (.2); prepare e-mail to counsel for Systemax regarding transfer of domain name (.3)  
Douglas B. Smith .50 hours at 320.00 per hour. \$160.00

04/12/10 E-mails regarding transfer of Circuit City domain names to Symantec  
Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

04/12/10 Receive and review e-mail from counsel at Systemax regarding circuitcity.info and circuitcity.com.au  
Douglas B. Smith .90 hours at 320.00 per hour. \$288.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	0.7	\$420.00
Douglas B. Smith	\$320.00	7.7	\$2,464.00
		<hr/>	<hr/>
		8.4	\$2,884.00

Disbursements and Other Expenses:

Copy Charges \$249.10  
Pacer Research \$88.64

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	Long Distance Telephone Charges	\$109.80
12/31/09	RESTAURANTEUR, INC. - Lunch meeting	\$23.31
03/18/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 03/18/10	\$44.57
03/24/10	GENESYS CONFERENCING INC - Conference call by B. Stark on 03/24/10	\$15.77
03/25/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 03/25/10	\$85.53
03/26/10	GENESYS CONFERENCING INC - Conference call by D. Blanks on 03/26/10	\$16.44
03/31/10	GENESYS CONFERENCING INC - Conference call by D. Blanks on 03/31/10	\$19.96
04/01/10	FedEx Priority Overnight to Syosset, NY - Tracking #: 447957286380	\$8.96
04/06/10	DANIEL F. BLANKS - Filing fee for complaint filed against Onkyo USA Corp., et al. 4/02	\$250.00
04/06/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 04/06/10	\$12.28
04/06/10	BRYAN A. STARK - File complaint 4/01/10	\$500.00
04/08/10	LASERSHIP INC - Delivery from McGuireWoods to USDC/NEW 4-2-10	\$5.32
04/08/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 447957288408	\$11.54
04/09/10	FedEx Priority Overnight to Reading, PA - Tracking #: 447957289091	\$19.92
04/09/10	DOUGLAS M. FOLEY - Travel expenses to meet with client and attend April 6, 2010 Circuit City hearing in Richmond, VA - 4/5-4/6/10; room, meal, mileage	\$314.84
04/09/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 04/09/10	\$13.02
04/13/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 447957289816	\$7.78
04/14/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-Day on 03/18/10	\$187.00
04/14/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 04/14/10	\$11.41
04/15/10	GENESYS CONFERENCING INC - Conference call by D. Foley on 04/15/10	\$68.35
04/15/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court Daily on 3/25/10	\$586.85
04/16/10	FedEx Priority Overnight to Medford, NJ - Tracking #: 869015143746	\$27.65
04/19/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 447957291460	\$24.13
04/20/10	FedEx Priority Overnight to Chicago, IL - Tracking #: 447957291952	\$10.60
04/20/10	RESTAURANTEUR, INC. - Luncheon ordered 4/15/10	\$84.69
04/20/10	RESTAURANTEUR, INC. - Luncheon ordered 4/6/10	\$131.54
04/20/10	SARAH B. BOEHM - Van Shuttle used for travel to Bankruptcy Court 4/15	\$376.85

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04/20/10	SARAH B. BOEHM - Van shuttle used for travel to court for Omni hearing 4/06	\$466.85
04/22/10	BIZPORT-LOGISTICS - Messenger service on 3/19 to US Bankruptcy Court	\$24.00
04/23/10	BIZPORT-LOGISTICS - Messenger service on 3/26 to US Bankruptcy Court	\$8.72
04/23/10	BIZPORT-LOGISTICS - Messenger service on 3/23 to US Bankruptcy Court	\$23.00
04/23/10	DOUGLAS M. FOLEY - Attend meetings regarding preparation for hearing and attend court hearing 4/14 - 4/15; hotel, meals, mileage	\$833.79
04/23/10	BIZPORT-LOGISTICS - Messenger service on 4/2 to Tavenner	\$6.00
04/23/10	RESTAURANTEUR, INC. - Luncheon ordered 4/21/10	\$209.24
04/23/10	BIZPORT-LOGISTICS - Messenger service on 4/8 to US District Court	\$8.00
04/26/10	DOUGLAS M. FOLEY - Travel to Richmond for client meetings - 4/20-4/21/10; hotel, meal, mileage	\$499.34
04/26/10	FedEx Priority Overnight to HENRICO VA - Tracking #: 986584525840	\$7.78
04/27/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-day on 4/6/10	\$72.25
04/27/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court daily on 4/15/10	\$435.60
04/29/10	DIANE J DAFFRON, RPR - Copy of transcript of conference call heard 4/22/10	\$27.00
04/30/10	DOUGLAS M. FOLEY - Meetings with client, court preparation, and court appearance - 4/27-4/28/10; hotel, meals, mileage	\$560.62
04/30/10	DANIEL F. BLANKS - Attend meetings with client and creditors 4/21 - 4/22; hotel, meals, mileage	\$305.60
04/30/10	BRYAN A. STARK - Complaint filing fee 4/30	\$250.00
	TOTAL EXPENSES	\$7,043.64

Summary of Fees and Expenses:

Total Fees for all Matters:	\$286,893.50
Total Expenses for all Matters:	<u>\$7,043.64</u>
Total for this Invoice:	<u>\$293,937.14</u>